



## → Chad R. Ensz

Partner

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Chad Ensz is a partner in the Corporate Practice Group in the firm's San Diego (Del Mar) office.

### Areas of Practice

Chad uses his JD and MBA degrees to be a trusted advisor to businesses and entrepreneurs to help them buy, sell, finance, operate and increase or protect the value of their businesses through negotiations, documentation and advice for legal compliance. His practice focuses on general corporate transactional matters and regulatory compliance, including the representation of public and private companies in capital market transactions, mergers and acquisitions, licensing, joint venture and commercial transactions, venture financings and ongoing public company representation.

Chad also has significant experience with general business matters, including the establishment of corporations, partnerships and limited liability companies, corporate governance and general contractual drafting and negotiation for businesses in a wide range of industries, including financial institutions, government contractors, technology companies and manufacturers. He often acts as the outside general counsel for his clients for whom he delivers highly sophisticated advice in a pragmatic, business-oriented way intended to advance his clients' objectives.

### Honors

#### *Best Lawyers in America*

- Banking and Finance Law (2020 – 2025)
- Corporate Law (2018 - 2024)

San Diego Magazine Top Lawyers: Corporate Law 2021-2024

*The M&A Advisor*, Emerging Leaders Award, 2019

Martindale-Hubbell® AV Rating

*The Legal 500* - M&A: Middle Market

### Experience

- Represented NASDAQ listed digital asset infrastructure business in multiple M&A transactions, registered public offerings, Securities Act of 1933 compliance, Securities and Exchange Act of 1934 reporting and compliance and general corporate governance

- Represented a provider of dedicated cloud and managed services, including a variety of information technology services, in a tri-part transaction involving a new line of credit, the sale of preferred equities and the acquisition of a strategic business
- Represented US and UK suppliers of reverse osmosis specialty chemicals membrane-based water treatment systems to a leading supplier of water treatment solutions headquartered in Japan
- Represented an Australian investor in its investment into a medical device company focused on the development, licensing and commercialization of wound care products
- Represented a leader in sales enablement software based in Australia in its acquisitions of separate US businesses 1) with software and services for the assembly, automation and management of documents in the financial services industries, 2) that sell sales enablement and training tools and platforms, and 3) that develop sales enablement tools for enterprise size companies
- Represented two companies that make wildlife mitigation and protective covers for the power industry in their sale to a global leader in innovative products that support the power utility, communications, civil construction and transportation industries
- Represented a Mexican based company that harvests and processes oily seeds and vegetable oils and its US subsidiaries in debt financing
- Represented business developing, deploying, licensing and otherwise exploiting and commercializing tools, protocols and solutions to enable decentralized (DeFi) users to trade options, derivatives, and DeFi-native financial instruments in web 3.0 ecosystems, in its initial capital offering
- Represented a provider of customized ways for businesses to grow revenue across digital channels in its acquisition of a leading website business for all things subscription boxes, including spoilers, reviews, and can't-miss deals
- Represented a manufacturer of products, services and innovative solutions to telecommunications, utility, government, and industrial markets worldwide to a manufacturer of electrical, electronic and fiber optic connectors, coaxial and flat-ribbon cable, and interconnect systems
- Represented a leading global ingredients solutions company in its investment into a Chilean based company that uses artificial intelligence to produce plant-based food products
- Represented a company aiming to be a content distribution platform for the digital entertainment industry in its acquisition of a leading software company with the fastest torrent client and sync and share software
- Represented global education services company in its acquisition of an independent publisher of professional licensing exam review materials and recognized leader in engineering, surveying, architecture, and interior design licensure exam review
- Represented a provider of data center and information technology related services and solutions such as cloud hosting, colocation, disaster recovery and business continuity services to a provider of cloud and managed IT services
- Represented a multi media and technology company that produces content principally for the hunting, fishing and outdoor markets in its acquisition of a business that designs and develops premium branded outdoor sporting apparel and goods
- Represented an institutional-quality, value-oriented investment adviser in its sale to a leading provider of investment advisory services to institutional and retail markets

- Represented a leading provider of employment for individuals who have recently experienced homelessness in its acquisition of a staffing business in a new geography
- Represented a global information technology company in its acquisition of a custom service provider that helps to reduce the complexity of adopting next-generation cloud, and data analytics services without making costly investments
- Represented a publicly traded global oilfield services provider, and prominent government contractor, in its acquisition of a maritime software solutions provider
- Represented a pharmaceutical company listed on NASDAQ in connection with several PIPE financings and in all filings with the Securities and Exchange Commission
- Represented a publicly traded bank holding company in acquisition of a bank, and in all filings with the Securities and Exchange Commission
- Assisted in the formation of a joint venture established to develop a pressed-bed gasification process intended to convert trash to energy and then to commercialize it
- Represented a wind turbine producer in a reverse triangular merger into a public company shell in order to become a publicly traded company and to raise funds
- Represented numerous financial institutions in acquisitions of other financial institutions, sales to other financial institutions, and in securities offerings, including a TARP and Small Business Lending Fund program transaction
- Represented a bank holding company in its initial public offering
- Represented several community banks in formation of a bank holding company
- Represented a privately held company in its acquisition by merger of an existing bank holding company, a fairness hearing before the California Department of Corporations in connection therewith, and the simultaneous private capital offering to fund the acquisition and recapitalize the bank
- Represented a manufacturer and marketer of nutritional supplements in its license of intellectual property, and sale of raw materials to a global nutrition company and a global healthcare company
- Represented a company utilizing a metabolic modeling and experimental platform to drive the discovery and design of new products and processes for the life sciences field in its sale to a privately held synthetic biology company
- Represented developer of innovative technologies to stabilize biological materials at room temperature, in multiple private offerings and in general contract preparation
- Represented private company developing lead compounds in new medicines for acne, wound healing, prostate cancer and for other androgen or androgen receptor-related disorders in multiple private securities offerings
- Represented a private company providing video hardware to document "bad driving" events and to aid in crash reconstruction in multiple sales of preferred stock to investors
- Represented a private school in multiple tax-free bond financings
- Represented various funds in private debt offerings in order to raise capital for various investments in real estate loans, gas stations and convenience stores
- Represented a business manufacturing, marketing, distributing and selling food products and the owner of the business in the sale of assets to a strategic buyer

- Represented the owner of a business providing engineering services, including product design consultation, mold design, material recommendations and precision injection mold making, in a sale of the business to a strategic buyer
- Represented the owner of a optoelectronics business dedicated to LED engineering, and producing a broad selection of high-quality, ultra-reliable LEDs and LED mounting components for sophisticated OEM and retrofit LED industrial applications, in a sale of the business to a private equity fund
- Represented a firm engaged in the business of selling and renting custom modular trade show displays, exhibits and booths in the sale of all of its assets
- Represented a content knowledge management company with expertise in data movement in its sale of a portion of its business to a strategic buyer
- Represented a turnkey medical device contract manufacturer and fulfillment service provider to national and international medical device companies in its sale to a medical device manufacturer and designer
- Represented the owner a producer of computer software and specialized hardware for use by persons with disabilities in its sale of the business
- Represented a developer and manufacturer of broadband network solutions in its merger with a supplier of broadcast multimedia distribution and localized advertising systems & services
- Represented designer and manufacturer of replacement parts and components for the semiconductor industry in an acquisition by a wholly owned subsidiary of one of the world's leading suppliers of refractory metals and composite material products
- Represented a manufacturer and distributor of audio recording, vibration monitoring and process control equipment and products and its security holders in its sale to a public, diversified, industrial company that produces engineered products for global niche markets
- Represented an information technology solutions provider listed on the American Stock Exchange in acquisition of an information systems and consulting services provider to the United States Department of Defense
- Represented a provider of information connectivity solutions that capture, analyze and present real-time information to its customers in the Department of Defense, Department of Homeland Security, other government agencies and large industrial companies, in its merger to become a wholly-owned subsidiary of a provider of engineering, IT services, and warfighter solutions primarily in the United States and traded on NASDAQ
- Represented a janitorial, security and related services company in an acquisition by a large strategic partner
- Represented a large beef processing company in an acquisition by a large, publicly held beef packing company
- Represented a distributor of both veterinary and physician healthcare products in acquisition by a leading supplier of top quality animal health products and services
- Represented a private company specializing in mortgage lead generation services in its acquisition by a publicly held e-commerce company
- Represented a leader in the education finance industry in an acquisition of a business operating an Internet website promoting, marketing, locating, brokering, finding, comparing, searching for and providing scholarships or awards for higher education expenses

- Represented numerous companies in their formation
- Advised financial institutions regarding regulatory compliance
- Advised companies, including AMEX and NASDAQ listed companies, regarding Securities Exchange Act of 1934 reporting and compliance
- Advised companies in connection with regulatory compliance, applications and enforcement actions
- Advised private and public companies regarding equity compensation arrangements
- Advised private and public companies in connection with general corporate matters and corporate governance

## Articles

- Co-Author: "Understanding Fiduciary Duties in Business Entities," *Continuing Education of the Bar – California* (Ch. 4 – Fiduciary Duties for For-Profit Corporations)

## Speaking Engagements

- Speaker: "Overview of Business Entities and Formation," San Diego Legal Secretaries Association, March 12, 2020
- Speaker: "Business/Transactional Law - Corporations and Limited Liability Companies," San Diego Legal Secretaries Association, August 15, 2018
- Speaker: "Capital Raising Alternatives," Scripps Institute, August 14, 2018
- Speaker: "Sourcing Funding for Newco," UCSD Startups and Pizza, February 15, 2018
- Panelist: "From the Glorious Rise to the Golden Parachute: Recommended Corporate Due Diligence Over the Life of Your Company", 2014 Annual Government Contracts Briefing, September 10, 2014

## Memberships

Board of Directors, Big Brothers Big Sisters of San Diego County

Board of Directors, TMA Bluetech (formerly The Maritime Alliance), 2018-2022

Board of Directors, CONNECT, 2018-2022

Member, San Diego County Bar Association

## Practices

Corporate

## Industries

Aerospace & Defense

Government Business

## Education

M.B.A., University of San Diego

J.D., University of San Diego School of Law, *summa cum laude*

B.A., Wheaton College

## Admissions

California