



→ Michael Koltonyuk

Partner

2099 Pennsylvania Avenue, N.W.
Suite 100
Washington, DC 20006-6801

T: +1.202.747.1849

F: +1.202.747.3351

mkoltonyuk@sheppardmullin.com

Michael Koltonyuk is a partner in the Corporate Practice Group in the firm's Washington, D.C. office. He is also a member of the Private Equity and Mergers and Acquisitions Teams at the firm.

Areas of Practice

Michael focuses his practice on private equity, mergers and acquisitions and general company representation.

Michael structures and negotiates domestic and cross-border transactions on behalf of both U.S. and non-U.S. clients in business sectors that include aerospace/defense, automotive and transportation, government services, healthcare, industrial manufacturing and technology. He represents private equity firms and their portfolio companies in connection with:

- public and private mergers and acquisitions;
- going-private transactions;
- carve-out acquisitions;
- consortium arrangements; and
- joint ventures.

Prior to entering the practice of law, Mr. Koltonyuk served as a law clerk for the US Court Appeals for the D.C. Circuit.

Experience

Representative Transactions:

- Represented Electronic Warfare Associates, Inc., a provider of electronic warfare platforms, threat simulators, testing and training support and other services to the U.S. Army, Air Force, Navy and other defense and national security agencies, in its sale to Sigma Defense Systems, a portfolio company of Sagewind Capital
- Represented Arlington Capital Partners in connection with its \$1.05 billion sale of J&J Worldwide Services, Inc., a leading provider of facility management, operational support and integrated asset management services for the Department of Defense and other components of U.S. Federal Government, to CBRE Group Inc. (NYSE: CBRE)
- Represented Coesia, an Italian industrial and packaging solutions conglomerate, in connection with its acquisition of Automation & Modular Components, LLC., a manufacturer of material handling automation

systems with integrated controls, as well as conveyors for integration into assembly systems and production lines

- Represented Arlington Capital Partners in connection with its acquisition of Avenu Insights & Analytics, a provider of integrated administrative, revenue enhancement and payment software and solutions to state and local governments, from Mill Point Capital
- Represented Precision Medicine Group in its acquisition of Baseline Controls, an engineering services company serving life science companies
- Represented the senior executive team of Maxor (a national pharmacy services company) in connection with the acquisition of the company by Towerbrook Capital Partners
- Represented Octo Consulting Group, a U.S.-based IT modernization and digital transformation services provider exclusively serving the U.S. federal government and a portfolio company of Arlington Capital Partners, in connection with its US\$1.3 billion sale to IBM (NYSE: IBM)
- Represented Octo Consulting Group, a portfolio company of Arlington Capital Partners, in connection with the acquisition of B3 Group, Inc., a provider of enterprise-level application modernization, large-scale data governance, integration and analytics, and cloud engineering and operations to federal healthcare customers
- Represented Octo Consulting Group, a portfolio company of Arlington Capital Partners, in connection with the acquisition of Volant Associates, a technology integrator and software development company at the fore of enterprise-scale IT solutions for the Defense Intelligence, Surveillance, and Reconnaissance mission
- Represented DartPoints, a portfolio company of Astra Capital Management, in connection with the acquisition of Immedion, a provider of colocation, cloud and managed IT services
- Represented Octo Consulting Group, a portfolio company of Arlington Capital Partners, in connection with the acquisition of Sevatec, a leading provider of mission-critical software development solutions and digital modernization services to the Federal Government
- Represented Octo Consulting Group, a portfolio company of Arlington Capital Partners, in connection with the acquisition of Connexa, a global leader in open source software development and secure discovery solutions for government and commercial customers
- Represented Astra Capital Management in connection with its majority investment in DartPoints, an owner and operator of edge colocation data centers
- Represented Astra Capital Management in connection with its acquisition of ClearSky Technologies, an innovation leader in providing network Infrastructure services
- Represented Precision Medicine Group in connection with its acquisition of Stern Investor Relations, a leading investor relations firm for entrepreneurial biotechnology and healthcare companies
- Represented Precision Medicine Group in its acquisition of Project Farma, a patient-focused bioengineering services firm that supports life science innovators in the biomanufacturing of advanced therapies
- Represented Arlington Capital Partners in connection with its acquisition of J&J Worldwide Services, Inc., a leading provider of facility management, operational support and integrated asset management services for Department of Defense military bases and other components of U.S. Federal Government
- Represented Astra Capital Management in connection with its equity investment in Communications Technology Services (CTS), a provider of wireless infrastructure services

- Represented Quantum Spatial, Inc. (a portfolio company of Arlington Capital Partners and a leading full-service geospatial provider in North America) in its sale to NV5 Global, Inc. (NASDAQ: NVEE) for \$303 million
- Represented the senior executive team of Morphe Holdings (a global beauty company) in connection with the acquisition of a majority stake in the company by General Atlantic (a global private equity firm)
- Represented CACI International, Inc., (NYSE: CACI) in connection with its acquisition of the systems engineering and acquisition support services business of CSRA LLC, a unit of General Dynamics (NYSE: CACI)
- Represented Precision Medicine Group in connection with its acquisition of ProMedDx LLC
- Represented Arlington Capital Partners in connection with its acquisition of Octo Consulting Group, Inc., a provider of mission-critical solutions for the Federal Government including software development, cloud, infrastructure, blockchain and other emerging technologies
- Representing Micropact, Inc. (a leading provider of specialized, vertically oriented case management and business process management applications for government) in its sale to Tyler Technologies, Inc. (NYSE: TYL)
- Represented CACI International Inc. (NYSE: CACI) in connection with its acquisition of Mastodon Designs, an expert in design and manufacturing of rugged signals intelligence (SIGINT), electronic warfare (EW) and cyber operations products and solutions
- Represented TP ICAP plc (IAPL) in its acquisition of Axiom Refined Products, LLC; Atlas Commodity Markets, LLC; Atlas Petroleum Markets, LLC; and Atlas Physical Grains, LLC (an energy and commodities brokerage firm specializing in crude oil, refined oil products, ethanol and physical grains)
- Represented International Marine and Industrial Applicators (a marine and offshore protective coatings company that provides services primarily to the U.S. Navy) in connection with its sale to J.F. Lehman & Company, a middle-market private equity firm
- Represented Zemax, LLC (a leader in virtual prototyping software for optical product design and a portfolio company of Arlington Capital Partners) in connection with its auction sale to EQT Partners, a global investment firm
- Represented CACI International, Inc. (NYSE: CACI) in connection with its acquisitions of various government contracts, joint ventures and businesses
- Represented The Carlyle Group in its investment in the US\$15 billion buyout of Hertz
- Represented The Carlyle Group in connection with a US\$3.1 billion sale of The Nature's Bounty Co., a global manufacturer and retailer of nutritional supplements, to KKR and LetterOne
- Represented The Carlyle Group in connection with its acquisition of Dutch fund-of-funds manager, AlInvest, with approximately US\$43 billion of funds under management
- Represented The Carlyle Group in connection with its US\$1.475 billion leveraged acquisition of Goodyear's Engineered Products Division
- Represented The Carlyle Group in connection with its US\$650 million sale of Horizon Lines, the largest domestic containerized shipping company in the U.S.
- Represented The Carlyle Group and Revolution Growth in connection with the acquisition of LDiscovery, a data collection, forensic investigation, electronic discovery and data processing company, and LDiscovery in its subsequent acquisition for approximately US\$410 million of Kroll Ontrack

- Represented The Carlyle Group in connection with a sale of its stake in PQ Corporation, a producer of specialty inorganic performance chemicals, high-end catalysts and engineered glass beads, to CCMP Capital and INEOS
- Represented Darden Restaurants (NYSE: DRI) in connection with a US\$2.1 billion sale of its Red Lobster chain of restaurants to Golden Gate Capital
- Represented Körber AG in connection with its acquisition of HighJump, a supply chain management and cloud solutions provider, from Accel-KKR
- Represented D. E. Shaw in connection with the equity financing of the first off-shore wind power generation project in North America
- Represented Hargray Communications, a rural cable and broadband provider, in connection with its sale to Quadrangle Group
- Represented Cerberus Capital Management and Ampersand Venture in connection with the acquisition of the blood plasma business from Bayer AG

Practices

Corporate

Mergers and Acquisitions

Private Equity

Industries

Aerospace & Defense

Energy, Infrastructure and Project Finance

Food and Beverage

Government Business

Healthcare

Private Equity

Retail, Fashion & Beauty

Transportation

Education

J.D., Harvard Law School, 2001, *cum laude*, Editor, *Harvard Law Review*

M.S., Massachusetts Institute of Technology, 1998

B.S., Columbia University, 1995, *academic honors with distinction*

Admissions

District of Columbia

Languages

Russian