

Jennifer L. Cooke-Yin

PARTNER

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Jennifer represents publicly-traded and privately-held companies, investment funds, real estate investment trusts and financial institutions in transactional, securities and governance matters.

Jennifer's practice includes mergers and acquisitions, venture capital investments, debt and tax equity financings, project finance, securities and other matters. While Jennifer works with a broad range of industries, she has particular experience in the energy, technology and health care sectors.

In Nebraska, Stinson LLP is doing business as Stinson Leonard Street LLP.

EXPERIENCE

Closed 9-figure sale of transportation software company.

Closed sale of 236.5 MW natural gas power plant.

Represented major participant in \$400+ million indirect club acquisition of environmentally and culturally sensitive real estate.

Represented sellers in 9-figure sale of regional retail chain.

PRACTICES & INDUSTRIES

Corporate Finance

Mergers & Acquisitions

Venture Capital & Emerging Companies

ADMISSIONS

Nebraska

Texas

EDUCATION

Columbia Law School, J.D.

- Harlan Fiske Stone Scholar
- *Columbia Business Law Review*, Finance Editor

The University of Texas at Austin, B.A., B.J., *with honors*

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Closed purchase of transportation software company.

Represented waste company in connection with divestiture of domestic and foreign assets (working with local counsel).

Represented sellers in sale of mobile and cloud supply-chain solutions company.

Closed acquisition of telecommunications software company.

Represented acquirer of managed hosting business.

Counsel to public utility in connection with its entrance into a build transfer agreement for the development, construction, commissioning and interconnection of an over 100 MW wind-powered electricity generation facility.

Represented seller in connection with sale of fuel storage terminal.

Represented public company buyer in its approximately \$36.5 million acquisition of stock in healthcare predictive analytics technology company with major foreign subsidiary and operations.

Counsel to bank holding company in connection with its 9-figure initial public offering.

Representation of public company acquirer in connection with an approximately \$20 million health care software company stock purchase transaction.

Represent clients in connection with securities matters (which include private placements and public company work), such as registrations and proxy statements.

Closed acquisition of health care technology firm by a public company, through an approximately \$170 million reverse triangular merger transaction.

Represented American investor in its provision of capital to European emerging technology company.

Counsel on behalf of both funds and investors in connection with multiple opportunity zone fund Rule 506 (b) and Rule 506(c) private placements and joint ventures.

Acted as counsel to purchaser regarding acquisition of research business of biotechnology company.

Closed an approximately \$30 million acquisition of U.S. company client by an affiliate of a Swedish company.

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Regularly counsels clients in connection with preferred financings, including in the real estate, high tech, automotive, biotechnology and healthcare industries.

Closed multiple renewable energy investment tax credit, new markets tax credit and historic tax credit transactions, having represented both financing parties and developers.

Represented healthcare non-profit organization in restructuring its corporate governance.

Represented financing parties with respect to construction of utility scale wind energy production facilities.

Represented purchaser of a data center facility, including associated solar energy production assets, through an approximately \$125 million membership interest acquisition transaction.

Represented borrower with respect to construction financing of five solar energy production facilities across the United States under a 9-figure revolving credit facility.

Closed complicated corporate restructuring related to renewable energy facilities through a multiple-merger and tender offer process.

Acted as counsel to leading national wind developer regarding multi-phase, utility-scale wind project, including obtaining approvals from Nebraska state power review board and local land use authorities and in connection with lending and tax equity financing.

Represented national acquirer of regional target company in a transaction valued at approximately \$400 million.

Counseled ethanol producer in connection with refinancing.

Represented sellers in connection with Chapter 11 bankruptcy 363 sales, including of a feed lot, an ethanol production facility and a retail chain.

Represented acquirer of technology business in an approximately \$48 million reverse triangular merger.

Counsel to public utility in connection with its entrance into a build transfer agreement for the development, construction, commissioning and interconnection of an over 200 MW wind-powered electricity generation facility.

Counsel to public utility in connection with its acquisition of development stage “shovel-ready” assets with respect to an approximately 100 MW solar-powered electricity generation facility.

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Represented sellers of all of the partnership interests in a limited partnership holding an over 200 MW natural gas power plant.

RECOGNITIONS

Selected to the 2024 edition of *Best Lawyers in America*©

PROFESSIONAL & CIVIC ACTIVITIES

Nebraska State Bar Association

Omaha Bar Association

All About Omaha, Board of Directors, 2011-2012

NEWS

175 Stinson Attorneys Selected to the 2024 *Best Lawyers in America* List
08.17.2023

SPEAKING ENGAGEMENTS

“Venture Capital Market Update,” Venture Capital Webinar, December 2022

“Asset Purchase Agreements,” Nebraska Business Drafting Essentials, National Business Institute, December 2022

“ESG Update,” Directors’ Institute and 2023 Proxy Season Workshop, November 2022

“Negotiating Transition Services and Agreements,” M&A Boot Camp, Stinson LLP Webinar, September 2022

“NYSE & Nasdaq COVID-19 Accommodations,” Preparing the Form 10-Q During COVID-19, July 2020

“Corporate Governance Update,” Directors’ Institute and 2020 Proxy Season Workshop, December 2019

“Corporate Governance Update,” Corporate Governance and Proxy Season Workshop, November 2019

“SEC Comment Letter Update,” Corporate Governance and Proxy Season Workshop, November 2019

“Securities Law Update,” Business Law Update, October 2019

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"Select Comment Letter Review," Directors' Institute and 2019 Proxy Season Workshop, December 2018

"Mergers and Acquisitions Update," Business Law Update, May 2020, April 2019, April 2018 and April 2017

"Corporate and Securities Law Update," Business Law Update, July 2015

Moderator, "Conversion Begins at Harvest: Biomass Collection and Storage Techniques and How they Impact Downstream Conversion and the Bottom Line," Fuel Ethanol Workshop & Expo, June 2014

"Nebraska: The Next Wind Frontier," AWEA Windpower Conference & Exposition, May 2014

Moderator, "Reviewing the Efforts to Establish Alternative Feedstocks as Significant Contributors to the Bioeconomy," International Biomass Conference and Expo, March 2014

"Leveling the Playing Field – Master Limited Partnerships," International Biomass Conference and Expo, March 2014

Directors' Institute and 2024 Proxy Season Workshop
11.09.2023

2023 M&A Boot Camp
09.14.2023

Venture Capital Webinar
12.08.2022

Directors' Institute and 2023 Proxy Season Workshop
11.17.2022

2022 M&A Boot Camp
09.15.2022

Business Law Update
03.03.2022

Directors' Institute and 2022 Proxy Season Workshop
01.13.2022

What to Know About the Updates Made to the NVCA Model Legal Documents
11.04.2020

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PUBLICATIONS

"Nebraska: The Next Wind Frontier," *Nebraska Lawyer Magazine*, January/February, 2015

SEC Updates COVID-19 Reporting Guidance

06.24.2020

SEC Charges Company for Undisclosed Perquisites

06.22.2020

Shareholder Representative Provision Precludes Discovery From Selling Shareholders

06.12.2020

Chancery Discusses Privilege Waiver in Context of Asset Purchase

06.11.2020