



Seth Popick

Associate

Pittsburgh

spopick@cozen.com | (412) 620-6527

Seth focuses his practice on corporate finance and governance matters for emerging and mature companies. His experience includes representation of technology and life sciences companies in venture financing transactions, public offerings, and acquisitions. He also works with companies on employee compensation matters and commercial transactions.

Prior to moving to Pittsburgh, Seth worked at a Silicon Valley law firm. Seth earned a B.S. in industrial and labor relations from Cornell University and a J.D. from Georgetown University Law Center. While in law school, Seth was a legal student observer at the Office of the Inspector General where he conducted witness interviews with the Inspector General and conducted legal research for internal investigations. He also served as a legal intern for the competition (antitrust) team for Google Inc. during a summer internship, where he researched antitrust cases and analyzed data used by competition team attorneys.

Experience

Represented Life On Air, Inc., creators of the mobile application Meerkat, in a \$14 million financing round.

Represented a payment processing company in a significant Series E Preferred Stock venture financing.

Represented a peer-to-peer Bitcoin lending platform in Series Seed Preferred Stock and Series A Preferred Stock venture financings, and provided advice and counsel regarding compliance with federal securities regulatory matters.

Represented a video technology development and distribution company in a Series A Preferred Stock venture financing.

Represented the creator of a cloud software subscription management tool in a Series Seed-1 Preferred Stock venture financing.

Represented a private investment company for investment in Pennsylvania-based bank securities in an asset sale.

Represented peer-to-peer lending trailblazer, LendingClub Corporation, in its \$1 billion initial public offering of Common Stock.

Represented Castlight Health, Inc., a leading provider of enterprise healthcare cloud software, in its initial public offering of Class B Common Stock.

Represented Adesto Technologies Corporation, Inc., a leading provider of application-specific, feature-rich, ultra-low power nonvolatile memory products, in its initial public offering of common stock.

Represented Cisco Systems, Inc., a worldwide technology leader in developing and connecting networks, in its \$5 billion Senior Unsecured Note Offering.

Practice Areas

- Business/Corporate
- Corporate
- Securities

Education

- Georgetown University Law Center, J.D., *cum laude*, 2013
- Cornell University, B.S., 2007

Bar Admissions

- Pennsylvania
- California

Seth Popick

spopick@cozen.com

P: (412) 620-6527 | F: (412) 275-2390

©2019 Cozen O'Connor. All rights reserved.



Represented Cisco Systems, Inc., a worldwide technology leader in developing and connecting networks, in its \$8 billion Senior Unsecured Note Offering.

Represented Amyris, Inc., an industrial bioscience company, in its offering of \$57.6 million aggregate principal amount of its 9.5 percent Convertible Senior Notes.

Represented Utz Quality Foods, LLC in its acquisition of Inventure Foods, Inc. in a deal valued at \$165 million. The transaction was completed via a cash tender offer for all outstanding shares of Inventure Foods common stock, followed by a merger of a wholly owned subsidiary of Utz into Inventure Foods pursuant to Section 251(h) of the Delaware General Corporation Law. Inventure Foods will operate as a wholly-owned subsidiary of Utz. Inventure Foods manufactures and sells salted snacks under the brands Boulder Canyon®, TGI Fridays™, Nathan's Famous®, Vidalia Brands®, Poore Brothers®, Tato Skins®, and Bob's Texas Style® and has manufacturing facilities in Arizona and Indiana. This complex and multi-faceted transaction drew on the experience of Cozen O'Connor's corporate, tax, labor and employment, benefits, litigation, intellectual property, real estate, and environmental attorneys.

Represented EvolveIP, LLC, a Pennsylvania-based cloud computing company, in its acquisition of Mtel B.V. and Mtel GmbH, cloud communications services providers of contact centers, IP phone systems, and business collaboration tools based in the Netherlands and Germany.

Represented a drone technology company in connection with a Series Seed-1 venture financing.

Represented a global provider of brand solutions, memorialization products, and industrial products in its Rule 144A and Regulation S \$300 million senior notes offering. This transaction drew on the experience of the firm's corporate, tax, and employee benefits and executive compensation attorneys.

Represented a venture capital firm in an early stage investment for an educational technology company.

Represented a publicly traded waste management company in the sale of substantially all of its assets, valued at approximately \$80 million, to a private equity fund. This complex transaction drew on the experience of the firm's corporate, tax, employee benefits and executive compensation, labor and employment, commercial litigation, real estate, and utilities, energy, and environmental attorneys.

Represented an outdoor sports technology company in connection with a Series Seed-1 venture financing and a Series A Preferred Stock financing.

Advised Attis Industries, Inc. on a Second Amended and Restated Credit and Guaranty Agreement by and among the company's direct and indirect wholly owned subsidiaries, Attis, and Goldman Sachs Specialty Lending Group, L.P. The transaction was a take-out of approximately \$110 million in debt with a new credit facility of \$8.2 million and drew on the experience of the firm's corporate, real estate, and commercial litigation attorneys.

Represented Attis Industries, Inc. (f/k/a Meridian Waste Solutions, Inc.) as borrower in connection with the closing of a Second Restated Credit and Guaranty Agreement by and among the company, its direct and indirect wholly owned subsidiaries, and Goldman Sachs Specialty Lending Group, L.P.

Represented Attis Industries, Inc. in the closing of its placement of senior secured convertible notes with an initial principal amount of \$5.4 million, and warrants for the purchase of an aggregate of 4,532,500 shares of common stock having a per share purchase price of \$0.60, which resulted in gross proceeds to the company of \$4.9 million (including a \$300,000 offset of certain of the company's outstanding indebtedness). On the closing date, the company also fully satisfied its outstanding obligations under its prior credit facility with Goldman Sachs Specialty Lending Group, L.P. in an amount of approximately \$8.7 million by: (i) making a cash payment of \$3 million and (ii) issuing to

Seth Popick

spopick@cozen.com

P: (412) 620-6527 | F: (412) 275-2390

©2019 Cozen O'Connor. All rights reserved.



Goldman Sachs & Co. LLC 2,500 shares of Series F Preferred Stock.

Represented an insurance and reinsurance brokerage company in the sale of its renewal rights and associated assets of a professional liability insurance program business to a provider of specialty insurance products.

Represented Pittsburgh Knights, LLC, the leading esports franchise and entertainment company in Pittsburgh, in its closing of a venture financing from North Shore Entertainment Works, LLC, an affiliate of the Pittsburgh Steelers.

Represented Pineapple Payments, a payment processing technology company, in its acquisition of substantially all of the assets of AthleteTrax, LLC, a payments-focused software platform serving recreational sports leagues and facilities.

Represented a private equity sponsor in its acquisition of a leading designer and manufacturer of employee hygiene equipment and related soaps and sanitizing solutions.

Represented a provider of wellness services to mid-size businesses in its acquisition of a technology-based wellness company to expand its product offerings.

Represented Pineapple Payments in its acquisition of substantially all of the assets of AthleteTrax, LLC, a payments-focused software platform serving recreational sports leagues and facilities.

Represented nanoGriptech, Inc., a Pittsburgh-based startup that manufactures micro-structured dry adhesives and surfaces for various applications, in a \$1.7 million investment through the issuance of convertible notes from Industrial Technology Investment Corporation, a venture capital and private equity firm based in Taiwan.