



Michael J. Heller

Executive Chairman and Chief Executive Officer

Philadelphia

mheller@cozen.com | (215) 665-4141

Practice Areas

- Business/Corporate
- Emerging Business & Venture Capital
- Mergers & Acquisitions
- Licensing & Transfer

Industry Sectors

- Venture Capital
- Gaming
- Media & Entertainment
- Insurance

Education

- Villanova University School of Law, J.D., *magna cum laude*, 1989
- Pennsylvania State University, B.S., *summa cum laude*, 1986

Bar Admissions

- Pennsylvania
- New Jersey

Court Admissions

- U.S. District Court -- Eastern District of Pennsylvania

Affiliations

- Board of Directors, Beachbody, LLC
- Board of Directors, Hanover Fire & Casualty Insurance Company
- Board of Directors, Thomas Jefferson University Hospital
- Board of Directors, Villanova Law School
- Board of Directors, Ben Franklin Technology Partners of Southeastern Pennsylvania
- Board of Directors, Greater Philadelphia Chamber of Commerce
- Board of Directors, Philadelphia Alliance for Capital and Technologies (PACT)

Awards & Honors

- Chambers & Partners USA 2009-2020
- Best Lawyers in America 2009-2020
- Pennsylvania Super Lawyers 2004-2020

Michael is the Executive Chairman and Chief Executive Officer of Cozen O'Connor. Under his leadership and strategic direction, the firm has grown in head count and revenue by more than 60 percent and, with revenue in excess of \$500 million, has been recognized as one of the top 100 law firms globally. He chairs the firm's Board of Directors and serves on its Management Committee. His business, entrepreneurial, and investing experience arms him with a unique ability to manage a global law firm in an ever-changing market and provide legal and business insight on countless complex client matters. Michael joined Cozen O'Connor in 1994 as the firm's first transactional lawyer, and has held numerous leadership positions at the firm including President of the firm and Chair of the Business Law Department.

Since Michael began his tenure as CEO, the firm has received countless accolades for its commitment to a quality and diverse workplace and the firm's dedication and generosity to the communities and causes in which our employees and clients live and work.

In addition to his role as CEO of the firm, Michael is a recognized leader in the venture capital, private equity and emerging business space and began his career as a young associate during the IPO craze of the late 1980s. He understands, first hand, the critical roles of modern executives. An important element of Michael's practice is making the necessary introductions to help clients raise capital and find joint venture partners, and he is constantly relied upon for his business acumen and investment instincts. Michael's practice is focused on all forms of equity and debt capital-raising transactions, mergers and acquisitions, joint ventures and strategic alliances and initial public offerings.

Michael is a frequent speaker on venture capital and entrepreneurship in the Mid-Atlantic region and is regularly quoted as a thought leader in local, regional, and national publications. He is Chambers-ranked for Corporate Law - M&A and Private Equity. Each year since it was first established in 2015, the Philadelphia Business Journal has named Michael one of the most influential people in the Philadelphia region and he has been named a Pennsylvania "Super Lawyer" by Law Politics from 2004 to present.

Michael has significant personal business and investing experience, which differentiates him from his peers in the venture capital and private equity space. Michael was an early investor and continues to be a principal owner of Beachbody, LLC, the creator of the popular fitness programs P90X and Insanity, the leading health and fitness direct marketing company in the country. Michael was also one of the original principal owners of the Valley Forge Casino and Resort.

Michael is a member of the board of directors of a number of for-profit companies, including Beachbody, LLC, ESF Camps, and Hanover Fire and Casualty Co. He also sits on several nonprofit boards, including Thomas Jefferson University Hospital, Villanova Law School, Greater Philadelphia Chamber of Commerce, and Philadelphia Alliance for Capital and Technologies (PACT).

Born and raised in the Philadelphia area, Michael received his undergraduate degree in 1986, *summa cum laude*, from The Pennsylvania State University, and his law degree in 1989, *magna cum laude*, from Villanova University, where he was a law review editor and a member of the Order of the Coif.

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Experience

Represented Valley Forge Convention Center Partners, LP in its \$280 million sale of Pennsylvania-based Valley Forge Casino Resort to Boyd Gaming Corporation, an American gaming and hospitality company. This transaction drew on the experience of Cozen O'Connor's corporate, tax, real estate, litigation, and utility, environmental, and energy attorneys.

Represented Wayne, Pa.-based Evolve IP, The Cloud Services CompanyTM, in connection with the \$250 million sale of a majority stake in the company to Boston-based private equity firm, Great Hill Partners.

Represented Beachbody, LLC, in a \$100 million preferred equity investment from The Raine Group LLC.

Represented NewSpring Capital in connection with its \$15 million Series E preferred stock Investment in IfByPhone, Inc. (d/b/a Dialogtech), a provider of a voice-based marketing automation platform, to fund IfByPhone's acquisition of Mongoose Metrics, a provider of call tracking, measurement, and attribution software solutions.

Represented the principal owners of Sun Bank in connection with their \$30 million PIPE investment in Sun Bank, as part of a \$100 million aggregate investment led by Wilbur Ross, the billionaire fund manager.

Represented a group of actively practicing physicians/minority owners in connection with their interests in the sale of Kremer Laser Eye Centers to a public company, TLC Vision Corporation. Our clients were only selling a portion of their stock and chose to invest in the successor company.

Represented Portico Systems of Delaware, Inc. in its acquisition by McKesson Health Solutions, a subsidiary of McKesson Corporation (15th on the Fortune 500), for approximately \$90 million. The firm represented this company since its formation and through multiple transactions, including several investments by Safeguard Scientifics and Edison Venture Fund.

Represented Folio Dynamics, Inc. (d/b/a FolioDynamix) in connection with its approximately \$17 million Series B financing. The investors were ABS Capital Partners, Edison Venture Fund VI, Cambrian Associates, and Velocity Venture Holdings, LLC.

Represented TL Ventures VII, LP in connection with its \$5 million preferred equity investment in Square 1 Financial, Inc., a holding company and sole owner of Square 1 Bank, a commercial bank that provides banking service to venture capital funds and emerging growth companies.

Represented Beachbody, LLC, a leading marketer of health and fitness programs and products (i.e., P90X, Insanity), in the growth capital investment by LNK Partners.

Represented Morphotek, Inc., a biotech company, in multiple rounds of financing, including more than \$40 million of venture capital financings from a group of prominent venture funds, including SR One, Limited, Forward Ventures, China Development Industrial Bank, Rock Maple Ventures, Burrill & Co., CB Health Ventures, and Flagship Ventures to the subsequent \$350 million acquisition of Morphotek by Japanese health care research and development firm ESAI Corporation.

Closed a complicated financing transaction that spanned 10 months relating to the purchase of a hotel and casino in Central City, Colo., and closed the \$45.2 million bond financing that will finance the construction of a four-lane highway from I-70 in Denver to where the hotel is located.

Represented the Vetri Family of Restaurants in connection with its sale to Urban Outfitters Inc. (URBN).

Represented WWSC Holdings, LLC, one of the largest structural steel fabrication and erection companies in North America, in connection with the acquisition by Alleghany Capital Corporation of a majority interest in the company.

Represented Beachbody, LLC in its acquisition of Gixo Inc., an on-demand fitness app, through a two-step merger transaction.