



# Spencer Cohen

## Senior Associate

New York

T +1 212 506 3502

E [spencer.cohen@orrick.com](mailto:spencer.cohen@orrick.com)

Spencer Cohen is a senior associate in the New York office and a member of the Mergers & Acquisitions and Private Equity Group.

### Practice Areas

- Mergers & Acquisitions
- Corporate
- Capital Markets
- Technology Companies Group

### Honors

- *Fordham Urban Law Journal*

### Education

- J.D., Fordham University School of Law, 2013
- B.A., University of Michigan, 2010

Spencer advises a wide variety of companies in a variety of transactions and across industries, including domestic and cross-border mergers, acquisitions, dispositions, joint ventures and restructurings. Spencer also represents individuals, companies and investors in venture capital financings, and advises boards of directors and shareholders in all aspects of New York and Delaware corporate, partnership and limited liability company law, including corporate governance and fiduciary duty matters. Spencer was a summer associate in the firm's New York office in 2012.

### Representative Engagements

Representation of the following clients in select transactions:

- Vitech Systems Group, in its majority stake acquisition by CVC Capital Partners.
- Warburg Pincus, in its acquisition of Qualifacts.
- German DAX 30 company, in its acquisition of a US-based technology business.
- CoorsTek, Inc. and its affiliates, in multiple acquisitions, dispositions and corporate reorganizations.
- 9th Street Capital, LLC and its portfolio companies, in multiple acquisitions and dispositions, including MAD Greens, Snappy Salads, MJB Wood Group and Liberty Woods International.
- TheStreet, Inc. (Nasdaq: TST) in its sale to TheMaven, Inc. (OTC: MVEN).
- Real estate technology company, in various acquisitions including a cloud-based software company and several real-estate brokerages.
- RAG-Stiftung Investment Company and its portfolio companies, in various transactions, including its acquisitions of Alfa Tech Consulting Enterprises, SecurView, Inc. and Invotech Engineering.
- Unity Electric Co. in various acquisitions and dispositions.

- Stitch, Inc. in its sale to Talend, Inc.
- Aptean, including in its acquisitions of GQ Life Sciences and irms|360 Enterprise Solutions.
- Various acquisitions and dispositions for Wafra Partners, LLC, the direct equity division of Wafra Investment Advisory Group, Inc.
- InfoVista and Apax Partners, in their acquisition of Ascom Network Testing.
- Amorim Holding II in the sale of a stake in Tom Ford International.
- IFM Investors Pty. Ltd., global fund manager, in its \$5.72 billion acquisition of ITR Concession Company, LLC a group which operates the Indiana Toll Road.
- Zemanta Holdings, Inc., in its sale to Outbrain Inc.
- Telenor Group, in its \$360M acquisition of TapAd, Inc.
- XO Group Inc. (NYSE: XOXO), in its acquisition of GigMasters.com.
- LivePerson, Inc. (NASDAQ: LPSN), in its \$65 million acquisition of Contact At Once!, LLC.
- Naturex SA and its worldwide affiliates, in several transactions related to its industrial food business.
- Dérivés Résiniques et Terpéniques, in its \$150 million acquisition of Pinova, Inc.
- Canal+ Groupe, in its acquisition of Alterna TV International Corporation.
- DrugDev Inc. in its acquisition of TrialNetworks.
- Morgan Stanley and Barclays, in the \$130 million initial public offering of Rapid7, Inc., a provider of security data and analytics solutions.
- Morgan Stanley, BofA Merrill Lynch, J.P. Morgan and Deutsche Bank, in the \$230 million initial public offering of OnDeck Capital, Inc., an online alternative finance company.
- BofA Merrill Lynch, Citi Group, BMO Capital Markets, Needham & Company, Wedbush PacGrow Life Sciences, ThinkEquity LLC, Deutsche Bank Securities and Goldman, Sachs & Company, in multiple follow-on equity offerings of Intercept Pharmaceuticals, Inc., a development stage biopharmaceutical company.
- Deutsche Bank Securities, BofA Merrill Lynch, William Blair & Company, JMP Securities, Raymond James & Associates and Needham & Company, in the \$137.8 million NASDAQ initial public offering and the \$121 million follow-on offering of Paylocity, Inc., a provider of cloud-based payroll and human capital management (HCM) software solutions.

- Goldman, Sachs & Company, Deutsche Bank Securities, Jefferies, Canaccord Genuity, Piper Jaffray and Raymond James, in the \$130.8 million NASDAQ initial public offering and \$109.9 million follow-on offering of Benefitfocus, Inc., a provider of cloud-based benefits software solutions for consumers, employers, insurance carriers, and brokers.

### **Admissions**

- New York