

Will Hoy is head of the Firm's Private Equity and Venture Capital practice group. He focuses his practice on mergers and acquisitions, private equity, venture capital and general corporate matters, with particular emphasis on the representation of private equity and venture capital funds. Will represents:

- Private equity funds in all aspects of leveraged buyout transactions, including portfolio company acquisitions and dispositions, senior, mezzanine, equity and seller financing, management employment and equity compensation arrangements, recapitalizations and portfolio company add-on acquisitions.
- Venture capital funds in all aspects of venture financings including initial, follow-on and down round financings, preferred equity structures, stockholder and registration rights arrangements and equity incentive plans.
- Private equity fund sponsors in connection with fund formation, including preparation of private placement memorandum, limited partnership agreements, management agreements, subscription materials and collateral documentation.
- Management teams in companies controlled by financial investors in connection with change of control transactions.
- A broad range of private and public clients in mergers, acquisitions, dispositions, joint ventures and general corporate matters.

Representative Experience

Will's Private Equity experience includes:

- Represent Atria Wealth Solutions, Inc., a modern wealth management solutions holding company backed by Lee Equity Partners, in all aspects of Atria's acquisition strategy, including the acquisition of CUSO Financial Services and proposed acquisition of Cadaret Grant & Co.
- Represent Westfall Technik, Inc., a manufacturer of plastic parts in the medical, packaging, and consumer goods segments and portfolio company of Lee Equity Partners, in all aspects of Westfall's acquisition strategy, including the acquisition of 8 different plastics manufacturers with operations across the United States.
- Represented Graycliff Partners in connection with sale of portfolio company Ambrell Corporation, a provider of induction heating solutions, to inTEST Corporation.
- Represented Graycliff Partners in connection with acquisition of Installs LLC, a logistics, last mile delivery and installation services company, and the follow-on acquisition of North American Logistics Group, a last mile logistics and delivery services company.
- Represented middle market private equity fund in connection with \$25 million acquisition of installation services business.



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Admissions

New York

Education

Cornell Law School, J.D., *cum laude*

Vanderbilt University, B.S., *magna cum laude*

- Represented manufacturer of organic meal in connection with \$25 million sale to middle market private equity buyer.
- Represented consortium of family offices in connection with \$390 million purchase of oil and gas producing properties from BP America Production Company.
- Represented manufacturer of standard and line pipe and oil country tubular goods in connection with \$200 million sale to private equity buyer.
- Represented distributor of oil country tubular goods in connection with \$250 million sale to private equity buyer.
- Represented middle market private equity fund in connection with purchase of induction heating equipment manufacturer.
- Represented middle market private equity fund in connection with acquisition of a supplier of thermal and hybrid specialty printing devices.
- Represented middle market private equity fund in connection with platform acquisition of a manufacturer of power and control systems.
- Represented family office in connection with \$55 million purchase of oil field services company.
- Represented pipeline construction and maintenance business in connection with \$100 million sale to private equity buyer.
- Represented manufacturer of fluid compression systems in connection with \$60 million sale to private equity buyer.
- Represented High Falls Brewing Company, LLC in connection with sale of substantially all of its assets to KPS Capital Partners, LP.
- Represented middle market private equity fund in connection with \$46.5 million disposition of portfolio investment in aerospace industry.
- Represented middle market private equity fund in connection with \$30 million acquisition of paperboard and packaging manufacturer.
- Represented middle market private equity fund in connection with acquisition of biomass fuel manufacturer.
- Represented middle market private equity fund in connection with \$145 million acquisition of the mail processing business of a public company.
- Represented middle market private equity fund portfolio company in connection with \$54 million add-on acquisition in consumer products industry.
- Represented middle market private equity fund in connection with \$85 million acquisition of a food equipment manufacturing concern.
- Represented middle market private equity fund in connection with \$60 million roll-up acquisition of six separate food service, equipment and supply companies.
- Represented management team of middle market private equity fund portfolio company in sporting goods industry in connection with \$140 million acquisition by financial buyer.
- Represented middle market private equity fund in connection with buyout of a leading manufacturer of precision sheet metal components and assemblies for aerospace industry.

- Represented middle market private equity fund in connection with \$50 million disposition of portfolio investment in electrical infrastructure industry.

Will's Venture Capital experience includes:

- Represented venture-backed companies in industries including digital loyalty, applied materials, performance footwear, financial analytics, business intelligence, first response, healthcare, social media, and specialty beverage in a broad range of equity and convertible debt financing transactions.
- Represented relationship intelligence and inbox productivity software company in connection with Series B Financing.
- Represented Silver Lining Internet Partners, LLC in connection with a Series A Preferred investment in a "pass/wallet" based marketing software company.
- Represented InfoReach, Inc., a Y Combinator backed company, in connection with convertible debt financing.
- Represented ZetrOZ, LLC, a developer of portable ultrasound technology for medical and industrial applications, in connection with Series A Preferred Stock financing.
- Represented materials process technology company in connection with \$9 million Series D Preferred Stock financing and \$5 million Series C Preferred Stock Company.
- Represented provider of financial analytics software solutions in connection with \$2 million Series A Preferred financing and \$1 million Series B Preferred financing.
- Represented business process outsourcing provider in connection with \$4 million preferred equity financing.
- Represented provider of wireless data infrastructure equipment and solutions in connection with its \$12 million preferred stock financing.
- Represented digital cable TV broadcasting network business focused on local real estate property listing in connection with series of three preferred equity financings ranging from \$1 million to \$5.2 million.

Honors and Awards

- Recognized by *Chambers USA* from 2015-2019 in the field of Corporate/M&A
- Named as *Best Lawyers*® 2020 Mergers and Acquisitions Law "Lawyer of the Year" in Rochester, NY
- Recipient, 2014 ACG New York Champion's Energy Deal of the Year Award by ACG® *New York and The M&A Advisor*
- Named as *Best Lawyers*® 2018 Corporate Law "Lawyer of the Year" in Rochester, NY
- Selected by his peers for inclusion in *The Best Lawyers in America*® in the field of Corporate Law, Mergers and Acquisitions Law, and Venture Capital Law
- Selected to the Upstate New York Super Lawyers list, 2012-2019

