Stephan H. Coonrod

Partner

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OVERVIEW

Stephan Coonrod has a domestic and international business practice centering on acquisitions, venture capital and other equity investments, transborder transactions, trade issues and technology transfers. In addition, Stephan handles general corporate matters for the firm's clients.

PROFESSIONAL BACKGROUND

Stephan is fluent in French. He also spent two years in Japan working with a law firm handling international financings, U.S. investment in Japan, and joint ventures, licensing and distributorship agreements.

ACHIEVEMENTS

- BTI Consulting Group's 2014 *Client Service All-Star* survey
- Selected to the Washington Super Lawyers List (2003 – 2021)
- Listed in *Best Lawyers in America©* (2006 - 2024)
- Listed in *Puget Sound Business Journal* 2010 and 2009 Best Lawyers in the Puget Sound Region – Corporate Law; Mergers & Acquisitions Law
- Listed in *Best Law Firms®* – Corporate Law; Mergers & Acquisition Law (2010)
- Listed in *Chambers USA* (2005 - 2022)
- Listed in "Who's Who in American Law," 30th Anniversary Edition
- Named in *Washington CEO*'s June 2008 listing of "Top Lawyers in Washington," January 2007 listing of "Top Attorneys" and March 2006 listing of "Washington's Most Amazing Attorneys – Business Law"
- Named in *Seattle Business Monthly's* April 2006 listing of "Puget Sound's Top Business Lawyers"

PROFESSIONAL / CIVIC ACTIVITIES

- Member, International Bar Association

EDUCATION

- J.D., Harvard Law School, 1978 *(magna cum laude, Editor Harvard Law Review)*
- Licence D'Enseignement De Lettres Modernes, Universite de Grenoble, 1975 *(French literature)*
- B.A., Seattle Pacific University, 1974 *(summa cum laude)*

ADMISSIONS

- Bar of Washington

LANGUAGES

- French

THOUGHT LEADERSHIP *POWERED BY HUB*

- 21 June 2019, Washington’s New Provisions on Preemptive Rights, Cumulative Voting, and Shareholder Approval on a Sale of Assets
- 13 July 2018, Chancery Court Clarifies “Constituent Corporation”
- 28 April 2015, Washington’s New Provisions on Advance Waivers of Corporate Opportunities: Opening the Road for Investors

NEWS & EVENTS

- 1 June 2023, K&L Gates Receives Firm, Individual Rankings in 2023 *Chambers USA* Guide
- 18 August 2022, More Than 350 K&L Gates Lawyers Named Among 2023 Best Lawyers in America, Ones to Watch
- 1 June 2022, K&L Gates Receives Firm, Individual Rankings in 2022 *Chambers USA* Guide
- 19 August 2021, Nearly 300 K&L Gates Lawyers Named Among 2022 Best Lawyers in America, Ones to Watch
- 24 May 2021, Chambers USA 2021 Guide Recognizes K&L Gates Corporate Practice, Lawyers Among Leaders
- 23 April 2020, K&L Gates, Lawyers Recognized in 2020 Chambers USA Guide

- 11 June 2019, K&L Gates Once Again Top Ranked in the United States in Middle Market M&A by *The Legal 500*
- 26 April 2019, Chambers USA 2019 Guide Ranks K&L Gates, Lawyers Among Leaders
- 23 June 2016, K&L Gates, Lawyers Recognized as Leaders in Chambers USA 2016 Guide
- 20 May 2015, Chambers USA 2015 Guide Recognizes K&L Gates, Lawyers as Industry Leaders

AREAS OF FOCUS

- Mergers and Acquisitions
- Capital Markets
- Corporate Governance
- Private Equity Transactions
- Public Companies

INDUSTRIES

- Financial Services
- Private Equity

REPRESENTATIVE EXPERIENCE

- The SEER Group LLC - sale to Genstar Capital Partners
- Dalian Wanda - sale of equity interests in Legendary Pictures to Apollo Management
- USNR - sale to OneEquity Partners
- Bartell Drug Company - sale to RiteAid
- Office Ally - sale to Francisco Partners
- Washington Corporations - going private transaction for Atlas Corporation
- Slalom Inc. - employee stock offering and conversion to corporation
- Oxarc - sale to Meritus Gas Partners
- Laird Norton Company - acquisition of Wetherby Asset Management
- Firewood Marketing - sale to S4 Capital
- Altran Technologies S.A. - purchase by Cambridge Consultants of Synapse Product Development

- Apollo Video Technology LLC - sale to a unit of Audax Capital
- Selmet, Inc. - acqusition of Onamac Industries, Inc.
- Terminal Freezers, Inc. - sale to Bay Grove Capital
- Digital Kitchen - sale to Kyu Investment (Hakuhodo KY Holdings)
- San Francisco Baseball Associates, L.P. (San Francisco Giants) - change in Control Person and Investment Transaction
- Quorum Review Inc. - sale to Advarra, Inc.
- PAC Stainless Ltd. - transaction with Evergreen Pacific Partners
- VECO Corporation - sale to CH2M Hill
- Slalom - spin-off of mLevel Inc. and preferred stock financing
- Tekion, Inc. (Illinois and Burnaby, B.C.) - Series B-2 Preferred Stock Financing and 2006 Series C Preferred Stock Financing
- Northland Transportation Company - recapitalization and syndicated bank financing transactions led by Bank of America
- Northland Transportation Company - sale to Lynden Inc.
- Investor group in NetMotion Wireless, Inc. - Series B-2 Preferred Stock Financing
- MarketRange, Incorporated and TalentMatch, Incorporated - Series B Preferred Stock Financing led by Ignition Venture Partners and Mellon Ventures
- DaVinci Gourmet, Ltd. - asset sale to Kerry Group plc subsidiaries
- Telecom Transport Management, Inc. - Series D Preferred Stock Financing, led by Columbia Capital Equity Partners
- Wonder Auto Technology, Inc. - going private acquisition
- BP Amoco - sale of its Carbon Fibre business to Cytec
- Concordia Coffee Company, Inc. - Series A Preferred Stock Financing
- Concordia Coffee Company, Inc. - sale to Middleby Marshall Inc. Concordia Coffee Company, Inc. - Series C Preferred Stock Financing, led by Marker Hill Concordia Coffee Company, Inc. - Series B Preferred Stock Financing, led by Fluke Venture Partners
- MindPlay LLC - asset sale to Alliance Gaming Corporation
- Dennis Washington Family Interests - Formation of Greater China Intermodal Investments with Seaspan Corporation and The Carlyle Group

- Seaspan Corporation - Represented the Dennis Washington Family Interests in the issuance of $200 million Series A Preferred Shares
- Attenex Corporation - Series B Preferred Stock Financing
- AIS, Inc. - Series C1 Preferred Stock Financing
- Laird Norton Company - sale of Lanoga Corporation, largest privately held company based in Washington, to a unit of Fidelity Capital
- Laird Norton Company - Investment in Series C Preferred Units of Zevia
- Laird Norton Company - Investment in Class E Preferred Stock of CIRCA, Inc.
- Fusion Academy (American Education Group LLC) - Sale to a unit of Leeds Equity Partners Laird Norton Company - Investment in Class A Units of Fusion Education Group
- NCG Holdings, L.P. and New Century GlobalNet KK, Kobe, Japan - equity financing from Bank of America Equities
- Wajax, of Toronto - sale of Pacific Northern Equipment and sale of Spencer Industries
- CarPoint, Inc. - acquisition of DriveOff.com, Inc.
- Speakeasy, Inc. - Series D Preferred Stock Financing led by 3i Technology Partners and BV CapitalSeries A Preferred Stock Financing with Ares, Carlyle and H & Q FundsSeries B Preferred Stock FinancingSeries C Preferred Stock Financing
- Speakeasy, Inc. - sale to Best Buy Co., Inc.
- Alexander Hutton Venture Partners - lead investor in Series B Preferred Stock investment in Myrio Corporation
- Synrad, Inc. - sale to Excel Technologies, Inc.
- Duke Seabridge Limited (Vancouver, B.C.) - acquisition of Smith Tractor & Equipment Co.Duke Seabridge Limited (Vancouver) - disposition of Smith Tractor & Equipment
- Matthew G. Norton and WestRiver Capital - lead investors in Series AA Preferred Stock issued by Tachyon, Inc.Mathew G. Norton Co. - term debt facility with U.S. Bank
- Sea Coast Foods, Inc., a branded food products company - sale to Aurora Foods, Inc., a publicly traded company
- Cable Concepts, Inc. - issuance of Class B Common Stock to Blue Ridge Investors II, L.P.Cable Concepts, Inc. - issuance of Class C Common Stock to Geneva Capital
- CALPERS - minority stake investment in, and capital commitments to, the Carlyle Group in a transaction involving up to $850 million of equity capital

- Q/Media Software Corporation - C$110 million term and revolving debt facility with Royal Bank of Canada U.S. Counsel to Q/Media Software Corporation - subordinated debt financing from Ontario Teachers' Pension Fund and Citibank
- Q/Media Software Corporation, Vancouver, B.C. - acquisition from Quebecor of Print Northwest
- Asterion, Inc. - Series A Preferred Stock Financing
- Milliman, Inc. - Sale of Milliman Care Guidelines to The Hearst Corporation
- U.S. Counsel to Sundal Collier & Co. A.S. (Oslo) and Orklafinans Fondsmegling A.S. (Oslo) in their underwriting of a private placement of stock by the Resource Group International
- EMF Corporation - Series A Preferred Stock Financing
- Yardarm Knot, Inc. - purchase of the Wards Cove Naknek and Ekuk operations
- Claircom Communications Group - airborne communications equipment supply and TFTS service transaction with SAS and the related TFTS service arrangement with Jetphone Limited (a British Telecommunications/France Telecom joint venture)
- Claircom Communications Group (later AT&T Wireless, Aviation Communications Division) - service contracts with Société Internationale de Télécommunications Aéronautiques and American Airlines and with COMSAT Corporation for Delta Airlines
- Claircom Communications Group - airborne communications equipment supply transactions with Air France, KLM and SAS, and the related revenue arrangements with Societe Internationale de Telecommunications Aeronautiques (SITA-Paris)
- Claircom Communications Group - airborne communications equipment supply transaction with Lufthansa and related revenue arrangement with British Telecommunications plc
- West Travel, Inc. - purchase of Clipper Navigation small cruise ships/business Cruise West - term debt facility with Bank of America, refinance of that facility with Caterpillar Financial Services, and term debt facility with General Electric Capital Corporation
- Mikron Industries - sale to Quanex Corporation
- Mikron Industries, Inc. - acquisition of substantially all of the assets of Spectus Systems, Inc. (Rockford, Illinois) Mikron Industries, Inc. - equipment facility lease with Security Pacific Leasing Inc. (a unit of Bank of America) in Richmond, Kentucky Mikron Industries, Inc. - fixed rate term loan facility with Prudential Insurance Company and restructured credit facility with Seafirst Bank
- The Odom Corporation - sale of joint venture interest to Southern Wine & Spirits of America
- The Odom Corporation - acquisition from Alaska Distributors Co. and joint venture with Southern Wine & Spirits of America
- OKI Electric Industry Co., Ltd. - sale of Cascade Design Automation Corporation to Duet Corporation

- OKI Electric Industry Co., Ltd. (Tokyo) - acquisition of the software tools division of Seattle Silicon Corporation
- The Municipality of Metropolitan Seattle (Metro) - two transit equipment cross-border lease transactions with Mitsui Leasing & Development, Ltd. (Tokyo)
- McClatchy Newspapers - acquisition of The Tacoma News Tribune
- Corbis Corporation - acquisition of Zefa Visual Media gmbh and affiliates, of Düsseldorf, Hamburg, London, Paris, Amsterdam, Bruxelles and MilanCorbis Corporation - acquisition of Sygma SA, of Paris, London and New YorkCorbis Corporation - acquisition of Splash News and Picture AgencyCorbis Corporation - acquisition of Westlight (Los Angeles) and the Craig Aurness collection and acquisition of Outline Press Syndicate, Inc.
- Corbis Corporation - acquisition of Veer Corporation of Calgary, Berlin and New York
- Microsoft Corporation - formation of CarPoint.com, LLC with the Ford Motor Company
- Endeavour Capital - Investment in USNR, LLC
- North Coast Electric - Sale to Sonepar Holdings
- AKKA Technologies SE - Acquisition of PDS Tech, Inc.
- Grakon International, Inc. - Sale to Greenbriar Equity Group
- Telecom Transport Management, Inc. - Series B-1 Preferred Stock Financing
- Apollo Gold Corporation - sale to Neverro Gold Corporation
- Cello Bag Co., Inc. - sale and joint venture arrangement with Amcor Limited (Melbourne, Australia)
- Microsoft Corporation - formation of NEXTIDE Inc., a Japanese joint venture with Hitachi Co., Ltd. Microsoft - investment in Series E Convertible Preferred Stock issued by Groove Network, Inc. Microsoft Corporation - Series B Preferred Stock Financing in Plural Inc. (formerly Micro Modeling Associates, Inc.)