



Lindsey P. Martin

Associate

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OVERVIEW

Lindsey Martin is an associate in the firm's Finance practice. Prior to joining the firm, she served as a judicial law clerk for the Honorable Michael J. Frank in the United States District Court for the Northern District of Florida.

EDUCATION

- B.S., Pittsburg State University, 2013
- J.D., Campbell University, Norman Adrian Wiggins School of Law, 2019 (*cum laude*; *Campbell Law Review*)

ADMISSIONS

- Bar of North Carolina

AREAS OF FOCUS

- Corporate and Acquisition Finance

REPRESENTATIVE EXPERIENCE

- Represented Capitala Private Advisors, LLC, an asset management firm that has been providing private credit and private equity capital to lower and middle-market businesses throughout North America for over twenty years, as Administrative Agent and Collateral Agent in connection with its debt financing in Fargo Roofing & Siding, LLC (and its affiliates), including the purchase of US\$7 million in initial term notes and an aggregate commitment of delayed draw terms loans up to US\$13 million.
- Represented Falfurrias Capital Partners in obtaining financing for its acquisition of CU Engage, LLC, a credit union consulting business focusing on digital solutions matching, vendor evaluations, financial analysis, and technology trends. The financing consisted of a US\$45 million term loan facility and US\$5 million revolving credit facility.

- Represented RGA Reinsurance Company, a global life and health reinsurance industry, in the purchase of US\$8.6 million of senior subordinated notes from the issuer, Rock Energy Systems, LLC, a leading supplier of products that provide innovative heating and cooling solutions.
- Represented Pelham S2K SBIC, L.P. in connection with a US\$14.5 million senior secured facility to MEP VA Holdings, LLC, consisting of a US\$2 million revolving commitment and US\$5.2 million term loan from Modern Bank, N.A. as well as a US\$7.3 million term loan from Pelham. Pelham also made a significant equity co-investment in connection with MEP VA Holdings, LLC's acquisition of substantially all of the membership interests of Vintage Air, LLC. Modern Bank, N.A., acted as administrative and collateral agent and Mangrove Equity Partners, L.P. as sponsor.
- Represented RGA Reinsurance Company, a lender in the global life and health reinsurance industry, in the purchase of US\$20 million of senior subordinated notes from the issuer, Huckabee Architects, Inc. with proceeds used to fund the leveraged acquisition of Huckabee by Godspeed Capital.
- Represented Metropolitan Partners Group Administration, LLC in the financing of US\$22 million in senior secured term loans to Darwin CX, LLC to refinance existing indebtedness and fund working capital and permitted acquisitions. In connection with the financing, Metropolitan was issued membership interests in Darwin CX, LLC equal to 8.5% of voting and economic equity interests.
- Represented Exact Sciences Corporation, a publicly-traded molecular diagnostics company with a leading portfolio of detection, treatment and monitoring products, in an accounts receivables securitization financing of up to US\$150 million.
- Represented RGA Reinsurance Company, as the unsecured mezzanine lender in a refinancing, pursuant to which RGA purchased US\$32.6 million of senior subordinated notes from the Vistria Group, LLC's portfolio company, MSI Information Services, Inc., a provider of an independent reading and information services platform for K-12 professionals and library leaders in the US.
- Jointly represented RGA Americas Reinsurance Company, LTD., Plexus Fund V-A, L.P., Plexus Fund V-B, L.P., Plexus Fund V-C, L.P., and Plexus Fund V-D, L.P., ("purchasers") in connection with purchasing senior subordinated promissory notes in the aggregate principal amount of US\$13.5 million the proceeds of which were used in the acquisition of Seneca Resources, LLC (an information technology, engineering, and business professional talent provider serving customers in the government, financial, and healthcare sectors, among others) by Caymus Equity Partners. The purchasers also made an aggregate equity co-investment of US\$9 million. The acquisition was also financed in part by First Merchants Bank, as the first lien lender, in a US\$10 million term loan and a US\$4 million revolving loan commitment.
- Represented Churchill Asset Management LLC and its affiliated funds in connection with its extension of a senior unsecured subordinated term loan facility in an aggregate principal amount equal to US\$90 million to US Fertility Enterprises, LLC, an existing portfolio company of Amulet Capital Partners, a middle market private equity firm focused exclusively on healthcare. US Fertility is the nation's largest partnership of physician-owned and physician-led top-tier fertility practices. The proceeds were used to partially finance the leveraged acquisition by US Fertility of, and combination with, Ovation Fertility. Ovation Fertility is a national network of laboratories providing leading-edge fertility treatment through leading reproductive experts and will combine businesses with US Fertility.

- Represented Pelham S2K SBIC, L.P. (“Pelham”) and Pelham S2K SBIC II, L.P. (“Pelham II”) in connection with a US\$30.3 million senior secured facility to Patrol Protect Secure, Inc. and each other borrower, consisting of a US\$4 million revolving commitment and US\$8.5 million term loan commitment from BankUnited, N.A., a US\$7 million term loan commitment and US\$3.5 million incremental term loan allocation from Pelham II and a US\$4 million term loan commitment and US\$3.25 million incremental term loan allocation from Pelham. Pelham also made a significant equity co-investment in connection with acquisition. Pelham II acted as administrative and collateral agent for the lenders, BankUnited acted as revolving agent for the revolving lenders and Mangrove Equity Partners, L.P. as sponsor.
- Represented RGA Reinsurance Company (“RGA”) and its affiliates, in its capacity as second lien secured lender, in connection with its extension of a US\$14 million term loan commitment. The proceeds of the term loan were used by Plexus Capital, a provider of capital for the lower middle market, to finance the leveraged acquisition of National Boiler Service, LLC (“NBS”), a leading provider of boiler maintenance and repair services for industrial plants nationwide, and Fab Source, LLC (“FS”), a provider of engineering and fabrication expertise with respect to, among others, custom metal fabrication, welding, laser marking and machining. RGA also made an equity co-investment in the amount of US\$3 million.
- Represented CCUR Holdings, Inc. and Symbolic Logic, Inc. in connection with a US\$5 million senior secured facility to Cecelia Health Holdings, Inc., Cecelia Health, Inc. and Cecelia Virtual Clinic of Delaware, Inc., providers of a virtual specialty medical clinic licensed in all 50 states.
- Jointly represented a Boston, Massachusetts life insurance company and other affiliated funds, including a mezzanine fund managed by one of the world’s largest insurance companies and financial service providers, GMB Mezzanine Capital IV, LP, GMB Mezzanine Capital V, LP, Fidus Mezzanine Capital III, L.P. and Fidus Investment Corporation in connection with an aggregate US\$95 million unsecured mezzanine debt facility and a significant equity co-investment. The proceeds of the investment were used to fund the leveraged acquisition of Bad Boy Mowers, LLC, a leading manufacturer of commercial and residential zero-turn mowers and related equipment, by a joint venture formed by private equity sponsors The Sterling Group and TorQuest Partners. The acquisition was also financed through a first lien secured credit facility led by a leading bank in Europe with an international reach totaling US\$445 million of term loans and US\$70 million of revolving commitments.
- Represented a Boston, Massachusetts life insurance company and affiliated funds in connection with US\$14.5 million of senior subordinated notes and a contemporaneous US\$3.5 million equity co-investment, the proceeds of which were used to finance the leveraged buyout by Morganthaler Private Equity, a middle-market private equity sponsor, of Mid-States Bolt & Screw LLC. The leveraged acquisition was also financed in part by AEA Debt Finance LLC, who led a syndicate of lenders in a US\$42.4 million term loan and a US\$10 million revolving credit facility.
- Represented Churchill Asset Management LLC and its affiliated funds (“Churchill”) in connection with its extension of a mezzanine subordinated note facility in an aggregate principal amount equal to US\$17.85 million and an equity co-investment in the aggregate principal amount of US\$2.67 million, the proceeds of which were used by Sentinel Capital Partners, a lower middle-market private equity firm, to finance in part the acquisition of High Bar Brands Operating, LLC. Churchill also extended a delayed draw note commitment in

an aggregate principal amount equal to US\$5.1 million, the proceeds of which may be used to fund future acquisitions and investments.