



Michael H. Hutson

Partner

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OVERVIEW

Michael Hutson is a partner in the firm's Corporate practice group and focuses his practice on emerging growth and venture capital, mergers and acquisitions, private equity, and general corporate law matters.

Michael focuses a significant portion of his practice on growth equity, emerging growth and venture capital transactions, and specializes in advising large global financial institutions such as Goldman Sachs, Wells Fargo, UBS, HSBC and others, in connection with minority and growth equity and debt investments in leading Fintech and other technology companies, including advising on structuring and other matters regarding compliance with the Bank Holding Company Act of 1956. Michael also represents other global, publicly-traded companies in connection with establishing corporate venture capital operations and in equity and debt investments. Michael also represents a number of emerging growth companies throughout their lifecycles, including equity and debt financing transactions and other corporate matters.

Michael also regularly advises public and private clients on other transactional and corporate matters, including representation of large, multinational strategic clients and private equity sponsors in complex mergers and acquisitions.

PROFESSIONAL BACKGROUND

Prior to law school, Michael worked at the North Carolina Republican Party as an assistant director for state house campaigns.

ACHIEVEMENTS

- Recognized in *Best Lawyers: Ones to Watch® in America* for Mergers and Acquisitions Law in Charlotte, North Carolina, 2021-2024

PROFESSIONAL / CIVIC ACTIVITIES

- Member, Board of Directors, Chair of Development Committee, Heart Math Tutoring

- Member, Succession Charlotte

EDUCATION

- J.D., Vanderbilt Law School, 2013 (*Vanderbilt Law Review*, *Managing Editor*; *Elliott Cheatham Scholar*)
- B.A., University of North Carolina at Chapel Hill, 2009 (*with Distinction*; *Phi Beta Kappa*)

ADMISSIONS

- Bar of North Carolina

NEWS & EVENTS

- 19 December 2023, K&L Gates Advises Balderton Capital on Investment in Scalable Capital
- 18 September 2023, K&L Gates Advises Foro Holdings, Inc., on Acquisition of Citi's Bridge Platform and Related Capital Investment
- 18 August 2022, More Than 350 K&L Gates Lawyers Named Among 2023 Best Lawyers in America, Ones to Watch
- 19 August 2021, Nearly 300 K&L Gates Lawyers Named Among 2022 Best Lawyers in America, Ones to Watch
- 5 March 2021, K&L Gates Names 31 New Partners Across Global Platform
- 3 November 2020, K&L Gates Advises Digital Education Curriculum Provider Discovery Education on Acquisition of Mystery Science

MEDIA MENTIONS

- An *Investing.com* article notes the firm advised Foro Holdings, Inc. on its acquisition of Bridge, a digital platform built by Citigroup Inc.

AREAS OF FOCUS

- Mergers and Acquisitions
- Capital Markets
- Corporate Governance
- Emerging Growth and Venture Capital

INDUSTRIES

- Financial Services
- Fintech

REPRESENTATIVE EXPERIENCE

Mergers and Acquisitions – Strategic

- Advised a U.S. subsidiary of Pearson PLC, a London-based leading global EdTech and workforce solutions provider, in connection with its acquisition of Credly, Inc., the market leader in digital workforce credentialing services, for approximately \$200 million.
- Advised a U.S. subsidiary of Pearson PLC, a London-based leading global EdTech and workforce solutions provider, in connection with its acquisition of Clutch Prep, an online video-based learning service.
- Advised Winston-Salem, North Carolina-based Primo Water Corporation (NASDAQ: PRMW), North America's leading single source provider of multi-gallon purified bottled water, self-service refill drinking water and water dispensers sold through major retailers in the United States and Canada, in connection with its sale to Cott Corporation (NASD: COTT) for approximately \$775 million.
- Advised Swedish-based leading global provider of security and surveillance products and services in connection with spin-off asset and equity acquisition of the North American electronic security services business of Diebold.
- Advised Swedish-based leading global provider of security and surveillance products and services in connection with subsequent spin-off equity acquisition of the public safety and security division of Kratos Defense & Security Solutions, Inc. (NASD: KTOS).
- Advised Exact Sciences Corporation (NASD: EXAS), a leading molecular diagnostics company focused on the early detection and prevention of some of the deadliest forms of cancer, on its acquisition of Biomatrix, Inc., a San Diego-based biotechnology company specializing in the collection and preservation of biological materials.

Mergers and Acquisitions – Private Equity

- Advised private equity firm Carousel Capital in connection with its acquisition and recapitalization of apexanalytix, a leading provider of supply chain risk management software and services, as well as the subsequent sale of apexanalytix to KKR.
- Advised Discovery Education, a Charlotte-based portfolio company of Francisco Partners and a global leader in standards-aligned digital curriculum resources, engaging content, and professional learning for K-12 classrooms, in connection with its acquisition of Mystery Science, a leading developer of K-5 science and STEM curriculum.

- Advised private equity firm Carousel Capital in connection with its sale of Mergent, a leading provider of critical business and financial data on publicly listed and private companies to reference libraries, business informatics providers and investment professionals around the globe, to the London Stock Exchange Group.
- Advised private equity firm Ballast Point Ventures on the sale of KBI Biopharma, a Morrisville, North Carolina-based provider of fully integrated, out-sourced drug development and biomanufacturing services to the pharmaceutical and biotechnology industries.
- Advised private equity firm Ballast Point Ventures on the sale of kSep Systems, a Morrisville, North Carolina-based provider of automated single-use centrifugation bioprocessing equipment and disposables sold into the areas of recombinant therapeutics, cell therapy and vaccines manufacturing.
- Advised private-equity sponsored ScentAir Holdings, Inc., a Charlotte-based leading global provider of commercial and residential scent technologies and marketing solutions, on its sale to Parthenon Capital Partners.
- Advised private equity firm Watermill Group on the sale of C&M Corporation, a Wauregan, Connecticut-based integrated manufacturer of bulk cable, coil cords and cable assemblies.

Emerging Growth and Venture Capital – Financial Institution Consortium Representation

- Advised a consortium of global financial institutions as investors in an equity financing transaction and subsequent growth equity financing and recapitalization of Pico Quantitative Trading Holdings LLC, a leading provider of technology for global financial markets, including infrastructure hosting, network connectivity, market data, Corvil analytics and cloud services.
- Advised a consortium of global financial institutions as investors in an equity financing of Cloud9 Technologies LLC, a leading Fintech solutions provider of voice communication and analytics platforms, technologies and services designed for the unique needs of financial institutions and other financial services customers.
- Advised five of the largest U.S. commercial bank on their strategic investment in Transactis, a leading provider of electronic billing and payment solutions headquartered in New York City.

Emerging Growth and Venture Capital – Financial Institution Strategic Investment Representation

- Advised Goldman Sachs as the lead investor in the growth equity financing of Newfront Insurance, a leading developer of an insurance brokerage and management platform.
- Advised Goldman Sachs as the lead investor in the equity financing of Wonderschool, a leading childcare management platform, as part of Goldman Sachs' *One Million Black Women* investment initiative.
- Advised Goldman Sachs as the lead investor in the growth equity financing of Amount, a leading provider of account opening, loan origination and BNPL financing solutions.
- Advised Goldman Sachs as the lead investor in the equity financing of Coin Metrics, a leading provider of crypto financial intelligence.

- Advised Goldman Sachs as the lead investor in the growth equity financing of Flywire, a leading global payments enablement and software company.
- Advised an American multinational financial services company as the lead investor in the equity financing of a leading developer of cloud-based technology solutions for workplace savings and investing programs.
- Advised an American multinational financial services company as the lead investor in the equity financing of a developer of an open banking platform for automation of cash management and other treasury functions.
- Advised a financial institution as an investor in the equity financing of iCapital, the leading global Fintech alternative investment platform for the asset and wealth management industries.
- Advised a financial institution as an investor in the equity financing of SIMON Markets, a leading developer of digital wealth management technology platforms.
- Advised UBS as an investor in the equity financing of Trust & Will, the developer of a fully digitized estate planning platform.
- Advised UBS as an investor in the equity financing of Endowus, a Singapore-based, MAS-licensed digital wealth platform.
- Advised UBS as an investor in the growth equity financing of ConsenSys, a leading developer of Ethereum-based blockchain technology.

VENTURE CAPITAL AND GROWTH EQUITY – VENTURE CAPITAL FUND REPRESENTATION

- Advised Balderton Capital, a leading multistage European venture capital fund based in London, England, as lead investor in the Series E+ financing of Scalable Capital, a leading digital investment platform in Europe.

Emerging Growth and Venture Capital – Corporate Venture Capital Representation

- Regularly advise subsidiaries of Pearson PLC, a London-based leading global EdTech and workforce solutions provider, in connection with various minority equity and convertible debt investments in early-stage and growth-stage EdTech and workforce solutions companies.
- Regularly advise Exact Sciences Corporation, a leading provider of cancer screening and diagnostic tests, in connection with various minority equity and convertible debt investments in biotechnology and diagnostics companies.

Emerging Growth and Venture Capital – Issuer Representation

- Advised Charlotte-based Foro Holdings, Inc., a commercial lending services provider, on its acquisition of Bridge, a digital platform built by Citi to connect small and medium-sized businesses to a diverse group of lenders for business loans. As part of the transaction, Citi joined Foro's investors, including TTV Capital, US Bank and Correlation Ventures, in an additional capital investment in Foro to support the continued growth of the business.

- Advised Fintag, a Charlotte-based provider to small and medium sized businesses and financial institutions of industry-leading digital products and services for commercial loan and other financial products, in connection with its Series A financing led by TTV Capital and FinVC.
- Advised FirstDue, a New York-based leading developer of public safety software and technology platforms, in connection with its Series A financing by Serent Capital.
- Advised Information Builders, Inc., a New York-based leading provider of business intelligence, analytics and data management solutions, in connection with a growth equity investment by Goldman Sachs and Bregal Sagemount and second-step issuer tender offer among large stockholder base.
- Represented Washington D.C.-based early stage credit card and consumer financial services company in its Series A and Series B financings.