



STEPHEN R. BOATWRIGHT

Shareholder

Gallagher & Kennedy
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My Practice

SECURITIES - Private Equity, Private Placements and State Blue Sky Law Compliance, Public Offerings, Securities Compliance and Reporting Obligations

BUSINESS LAW & TRANSACTIONS - Business Entity Formation and Dissolution, Commercial Finance, Contracts and Commercial Agreements, Corporate Governance, Emerging Companies and Startups, Joint Ventures and Strategic Alliances, Mergers and Acquisitions

PROFESSIONAL SUMMARY

Steve has a strong understanding of how to efficiently represent entrepreneurs, small companies, public companies, and funding sources in all types of financing transactions. Building on his MBA in Finance, Steve has for 27 years represented both quickly growing businesses and buyers and sellers of businesses. Whether getting initial funding, expanding through follow on funding or acquisitions, or pursuing exit strategies either through an outright sale or public offering, Steve has great experience in all phases of financing and growth.

Steve believes it is important to have good counsel throughout the life cycle of every business. The entrepreneur who creates a start-up needs well drafted organizational documents, including shareholders agreement or operating/partnership agreement. The management team that operates the business needs the correct contracts/licenses and agreements to make acquisitions, raise capital and comply with securities laws. Issues need experienced counsel to advise them with regarding to selling out or going public.

Steve has negotiated and documented over \$1 billion in financing and mergers and acquisitions. He has prepared registration statements (both IPO and secondary) and securities regulatory compliance work for over 20 different public companies on the NYSE MKT (formerly AMEX), NASDAQ and the OTCBB. Through his many years of experience, he has developed a unique expertise in "shell" reverse mergers transactions. Additionally, he has prepared private placement memoranda for capital raises totaling in excess of \$200 million for technology, biotechnology, software, life science, medical device, internet, social media, hospitality and real estate companies.

In addition to his work with operating companies, Steve has represented angel investors, and has been engaged by investment banking, private equity, venture capital and venture leasing funds, and advised and documented fund structures and acquisitions of substantial positions in emerging growth companies.

REPRESENTATIVE EXPERIENCE

- Represented Smith & Wesson in taking the company public on its 150 year anniversary.
- Represented the largest publicly traded commuter airline in the world (at that time), completing mergers and public offerings valued in excess of \$500 million.

- Represented a publicly traded NYSE MKT listed medical device company in multiple rounds of both public and private equity financing totaling over \$75 million.
- Represented a publicly traded internet advertising/loyalty provider and retail goods supplier in ongoing public regulatory compliance work.
- Represented a telemedicine company in private equity financing of over \$30 million.
- Represented a restaurant in raising private equity to grow from one to fourteen locations.
- Represented co-founders in a buy-out of one of the fastest growing network marketing companies in the United States.
- Represented a private equity fund in raising over \$50 million for a hybrid real estate and start-up technology company fund.
- Represented a venture leasing firm in drafting its partnership agreements and capital raising documents.
- Represented metal fabrication holding company in roll-up of manufacturing companies across the Western United States.
- Prepared international distribution agreements for U.S. companies doing business in Europe, China, India and Russia.
- Served on Board of Directors of publicly traded IsoRay, Inc. (NYSE MKT – ISR) from June 2005 to February 2008.
- Represented a top national retail consumables brand in successful hostile take-over.
- Represented numerous publicly traded companies in informal and formal SEC investigations.

EDUCATION

University of Texas, Austin
J.D., 1989

University of Texas, Austin
M.B.A., 1989

Wheaton College
B.A., with honors, 1985

BAR & COURT ADMISSIONS

- Arizona, 1990

ASSOCIATIONS & MEMBERSHIPS

- State Bar of Arizona, Securities Division
- Arizona Business Council, Co-Founder
- Alliance of Merger & Acquisition Advisors, Member

HONORS & AWARDS

- AV Preeminent Peer Review Rating, *Martindale-Hubbell*
- Up and Comers, *Arizona Business Magazine*, 2004
- Best Securities Attorney in Arizona, *Phoenix Business Journal*, 2003

PUBLISHED WORKS

- President-elect Trump Making Capital Great Again?, January 16, 2017
- *Reversing the Expansive Trend of Extraterritorial Subject Matter Jurisdiction Over Bad Conduct Under Rule 10b-5 of the Securities Exchange Act of 1934*, Tex. Int'l L.J., Vol. 23:3, 487 (1988).
- *A Nuts and Bolts Approach to Assist General Counsel in Completing the Proxy Statement in Light of the Amended Executive Compensation Rules*, N.M. Bus. Lawyer, Vol. 1, No. 2 (1995).

- Issues For Foreign Persons to consider when Acquiring United States Closely-Held Businesses, *Lawyering in the International market* (1999).
- Financing Businesses Internationally, *The Guide to Doing Business Internationally* (2000).