



## Christine Osvald-Mruz

Partner

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Chris focuses her practice on executive compensation and employee benefits. In addition, she handles an array of limited liability company, partnership, and joint venture matters. Across her practice, Chris helps clients design, negotiate, and formalize ways of sharing in the value of a business.

Clients describe Chris as "incredibly responsive and thoughtful;" an attorney who "understands the need to collaborate and the value of continually helping to move things forward" (*Chambers USA*). Versatile and pragmatic in her approach, Chris asks incisive questions that enable her to assess the key issues and tailor the response to each client's particular needs.

Chris' work at Lowenstein Sandler includes equity compensation plans and incentives, phantom equity, bonus plans, executive employment agreements, and severance and change-in-control agreements. She advises on the compensation and benefits aspects of mergers and acquisitions, initial public offerings, and other complex corporate transactions. She also navigates clients through complex tax rules, particularly Section 409A of the Internal Revenue Code.

In the limited liability company area, Chris addresses relationships among owners, including economic rights as well as management and governance. Her projects include structuring operating companies to which owners may contribute capital, property, or services, and negotiating joint ventures. In constructing profit interest plans, Chris combines her experience in LLCs with her experience in executive compensation.

## EXPERIENCE

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### Compensation and Benefits Matters

- > Represented Buddy Media in its \$745 million sale to Salesforce.com.
- > Represented NextWave Wireless in its sale to AT&T.
- > Represented LiftDNA in its sale to Open X Software.
- > Represented WorldOne in its acquisition of Sermo Inc.
- > Represented Revolution Lighting in its acquisition of Seesmart Technologies.
- > Represented Princeton Pharma Holdings and its subsidiary Aton Pharma in their \$318 million sale to Valeant Pharmaceuticals.
- > Structured, negotiated, and drafted settlement and release with the chief executive officer of a private company, including 409A analysis.
- > Regularly provides advice on management incentives, including structuring and drafting equity incentive plans, phantom stock plans, bonus arrangements, change-in-control agreements, and severance agreements for private and public companies.
- > Drafted and negotiated executive employment agreements for senior executives of a private company.

### Partnership and LLC Matters

- > Represented J.H. Cohn in its combination with Reznick; drafted and negotiated a partnership agreement.
- > Drafted and negotiated operating agreements for a number of real estate joint ventures.
- > Drafted a law firm limited liability partnership agreement in connection with a restructuring.

## HONORS & AWARDS

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- > **Chambers USA: America's Leading Lawyers (2014-2020)**  
Recognized for work in Employee Benefits and Executive Compensation

## NEWS & INSIGHTS

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### Publications

- > May 27, 2020  
**"Deferred Compensation Considerations in the Wake of the COVID-19 Pandemic,"** *Employee Benefits & Executive Compensation Client Alert*  
Christine Osvold-Mruz, Taryn E. Cannataro
- > May 27, 2020  
**"COVID-19: Focus on Executive Compensation,"** *Employee Benefits & Executive Compensation Client Alert*  
James E. Gregory, Darren Goodman, Christine Osvold-Mruz, Andrew E. Graw, Megan Monson, Taryn E. Cannataro
- > March 27, 2020  
**"Key Tax and Employee Benefits Provisions of the CARES Act,"** *Tax and Employee Benefits & Executive Compensation Client Alert*  
Brian A. Silikovitz, Andrew E. Graw, Michael N. Gooen, Michael Walutes, Lesley P. Adamo, Christine Osvold-Mruz, Darren Goodman, Sophia Mokotoff, Kristin V. Taylor, Min Xue, Robert B. Krieger
- > October 29, 2018  
**"3 Incentive Compensation Alternatives To Consider,"** *Law360*  
Megan Monson, Christine Osvold-Mruz
- > December 29, 2017  
**"The New Tax Law: Employee Benefits And Executive Compensation Provisions,"** *Employee Benefits & Executive Compensation Client Alert*  
Andrew E. Graw, Christine Osvold-Mruz, James E. Gregory, Darren Goodman, Megan Monson
- > November 6, 2017  
**"House Bill Includes Significant Changes to Executive Compensation Aspects of the Internal Revenue Code,"** *Employee Benefits & Executive Compensation Client Alert*  
Darren Goodman, Christine Osvold-Mruz, Andrew E. Graw
- > March 30, 2016  
**"Five Thoughts for Job-Changing CFOs,"** *CFO*  
Christine Osvold-Mruz

### In the Media

- > August 3, 2020  
Lowenstein's representation of **Spring Bank Pharmaceuticals, Inc.** (Nasdaq: SBPH) in entering into a definitive share exchange agreement with F-star Therapeutics Limited to acquire all of the outstanding share capital of F-star in exchange for newly issued shares of Spring Bank in an all-stock transaction is highlighted in the **Global Legal Chronicle**. The Lowenstein deal team included **John D. "Jack" Hogoboom, Daniel C. Porco, and Madeline Roe** (Corporate); **Brian A. Silikovitz** and **Kristin V. Taylor** (Tax); **Robert J. Paradiso** (Patent Counseling & Prosecution); and **Andrew E. Graw** and **Christine Osvold-Mruz** (Executive Benefits & Executive Compensation). **View Lowenstein's news announcement about this transaction.**
- > July 29, 2020  
Lowenstein's representation of **Spring Bank Pharmaceuticals, Inc.** in its definitive share exchange agreement with F-star to combine as F-star Therapeutics, Inc. is reported in **Canada Stock Watch**. The Lowenstein deal team included **John D. "Jack" Hogoboom, Daniel C. Porco, and Madeline Roe** (Corporate); **Brian A. Silikovitz** and **Kristin V. Taylor** (Tax); **Robert J. Paradiso** (Patent Counseling & Prosecution); and **Andrew E. Graw** and **Christine Osvold-Mruz** (Executive Benefits & Executive Compensation). **View Lowenstein's news announcement about this transaction.**
- > August 7-9, 2019  
Lowenstein Sandler's representation of Thailand's leading global chemical company, Indorama Ventures (IVL), in its \$2.1 billion acquisition of Huntsman's chemicals units was featured in numerous media outlets including **The Wall Street Journal** and **The Deal**, which highlighted **Nicholas San Filippo IV's** role in the transaction and previous work with IVL since 2003. **The Nation Thailand** called the transaction "a game changing acquisition for IVL, its largest ever and one of the biggest by a Thai company in the last decade." The acquisition was also featured **Bloomberg Law – Big Law Business, The Deal, The Associated Press, the Global Legal Chronicle, Business Wire, citybizlist, Bakersfield.com, The American Lawyer, and Law360**. The Lowenstein Sandler deal team included **Nicholas San Filippo IV, Sam E. Khan, Stuart S. Yusem, Nicholas G. Mehler, Christine Osvold-Mruz, Doreen M. Edelman, Brian Silikovitz, Norman W. Spindel, Mark S. Heinzelmann, Mitchell McDonald, Megan Monson, Sami Najib, Sunita Patel, Alex H. Rosenthal, and Niral T. Shah**. The Valence Group acted as exclusive financial adviser to IVL, and KPMG provided financial due diligence support. *(subscription required to access certain content)* **View Lowenstein's news announcement about this transaction.**
- > January 24, 2019  
**The PE Hub Network, The Deal, and Law360 (December 12, 2018; January 24, 2019)** note Lowenstein Sandler as lead counsel to Cerberus Capital Management, L.P. in its acquisition of Sparton Corporation (NYSE: SPA). (Lowenstein deal team: **Marita A. Makinen, Robert G. Minion, Jeffrey Blumenfeld, Mary J. Hildebrand, Nicholas G. Mehler, Christine Osvold-Mruz, Matt Savare, Jeffrey M. Shapiro, James C. Shehan, Michael Walutes, Jack Sidorov, Norman W. Spindel, Stuart S. Yusem, Manali Joglekar, Sabrina Cua, Allison Gabala, Megan Monson, Alex H. Rosenthal, Bryan Sterba, Matthew Tippy, Lauren E. Killeen, and Lauren M. Troeller.**) *(subscription required to view certain content)* **View Lowenstein's news announcement about this transaction.**
- > July 30, 2018  
**The PE Hub Network** and **Mergers & Acquisitions** note Lowenstein Sandler as counsel to **NexPhase Capital, LP** in its equity stake investment in **Brandt Information Services,**

LLC.

## SPEAKING ENGAGEMENTS

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- > Speaker, **Let's Talk Cash! Incentives, Current Trends, and Helpful Tips**, Lowenstein Sandler, Webinar, April 20, 2021
- > Speaker, **Employee Benefits and Executive Compensation Panel**, Lowenstein Sandler LLP, Webinar, October 14, 2020

## EDUCATION

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- > Harvard Law School (J.D. 1995)
- > Princeton University (A.B. 1992), magna cum laude

## ADMISSIONS

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- > New York
- > New Jersey