



Steven E. Siesser

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Wherever major investment funds are putting money to work – whether the arena is public or private, equity or debt, mezzanine or hedge fund – Steven Siesser plays a prominent role. As co-chair of the firm's Transactions & Advisory Group, Steven actively represents investors, target companies, and intermediaries, such as investment banks and high-net-worth individuals, in all manner of sophisticated transactions. He often serves officially as their outside general counsel and unofficially as their trusted business and legal advisor, providing them with much-needed perspective on the universe of challenges they face.

Steven's clients know that he is totally focused on their interests. He is very much a hands-on, "working partner" who gets deeply involved in the details of the deals he arranges. Not content simply to point out problems, he finds ways to fix them – to get the deal done without getting bogged down in what he calls "lawyer minutiae." He is available anytime, not just to answer his clients' questions but also to answer what "they're not asking, but should be." He always refers to them as "we" and "us," which sums up, in a way, his role as a key member of their inner circle.

Steven is also known as a consummate networker. Interacting with clients, colleagues, and his many investor and business contacts, his expressed purpose is to "put people together to achieve great outcomes" – which happens with impressive regularity.

EXPERIENCE

- > Represented ZMC, a leading private equity firm comprised of experienced investors and executives that invest and manage a diverse group of media and communications enterprises, in an investment by its affiliates in CommentSold, Inc., a leading provider of multichannel social commerce technology and managed services to boutique online retailers. (October 2019)
- > Represented MKG, an award-winning national creative agency, and Pink Sparrow, a leading national design and fabrication shop specializing in experiential environments, in their acquisitions by Acceleration Community of Companies, a company composed of acquired marketing, media, and communications agencies and complemented by an advisory service. (November 2019)
- > Represented TRANZACT, and its executive management team, a provider of comprehensive, direct-to-consumer sales and marketing solutions for leading insurance carriers in the United States, in its \$1.4 billion sale to Willis Towers Watson, a leading global advisory, broking and solutions company. (July 2019)
- > Represented Aceto Corporation, an international company engaged in the development, marketing, sale and distribution of human health products, pharmaceutical ingredients and performance chemicals, in the \$411 million sale of its chemical business assets, plus the payment of cure costs and the assumption of certain liabilities, to an affiliate of New Mountain Capital, LLC, and in the \$137 million sale of its pharmaceutical business assets, including the payment of cure costs and the assumption of certain liabilities, to an affiliate of Seven Life Sciences Limited and Shore Pharma Investments, LLC, each through a Court-supervised process under Section 363 of the Bankruptcy Code. (April 2019)
- > Represented Ethoca, a global provider of technology solutions that help merchants and card issuers collaborate in real-time to quickly identify and resolve fraud in digital commerce, in its acquisition by Mastercard (NYSE: MA). (April 2019)
- > Represented Cambium Learning Group, Inc. (Nasdaq: ABCD), a leading SaaS educational technology solutions company, in its \$900 million acquisition by Veritas Capital, a New York-based private-equity firm. (December 2018)
- > Represented Vesey Street Capital Partners, LLC, a private equity firm dedicated to middle market health care services investments, in its acquisition of Elite Body Sculpture, a leading provider of minimally invasive body sculpting procedures. (October 2018)
- > Represented Regulatory Professionals, Inc., a global integrated regulatory outsourcing providers to the pharmaceutical, biopharmaceutical, and medical device industries, in its acquisition by Premier Research, a global provider of clinical development services to biopharmaceutical product innovators. (July 2018)
- > Represented Fenway Partners in its acquisition of Iconic Group, provider of photography services at university and college graduations. (August 2018)
- > Represented Refresh Club, Inc., d/b/a The Wing, in a \$32 million Series B round led by Bird InvestCo LLC, a wholly-owned subsidiary of WeWork Companies Inc., and with participation from New Enterprise Associates, 15 L.P. (November 2017)

- > Represented the founder in connection with the sale of Exhale Spa to Hyatt Hotels. Exhale Spa has 25 locations, both free-standing and in hotels, throughout the United States and the Caribbean. (August 2017)
- > Currently representing Appaloosa Management LP in connection with an investment in TerraForm Power, Inc. ("TERP"), a large publicly-held renewable energy company, in its negotiations with BrookField Asset Management Inc., relating to a potential bid for the company.
- > Represented FTP Power LLC (sPower), the largest independent owner, operator, and developer of utility scale solar assets in the United States, in its \$2.1 billion sale to affiliates of The AES Corporation and Alberta Investment Management Corporation by Fir Tree Partners and sPower's minority owners. (July 2017)
- > Represented Vesey Street Capital Partners (VSCP), as part of the recapitalization of HealthChannels, the parent company of ScribeAmerica. VSCP, a strategic private equity firm dedicated to healthcare services investments, led the recapitalization alongside HealthChannels' management team. (January 2017)
- > Represented Aceto Corporation (NASDAQ:ACET) in its \$462 million acquisition of the generic drug-related assets of Citron Pharma LLC and its affiliate, Lucid Pharma LLC.
- > Represented System One Holdings, LLC's management team, a leading professional staffing company focused on the nuclear wind and solar industries, in connection with Thomas H. Lee Partners L.P.'s investment in System One. (October 2016)
- > Represented Tranzact Holdings, LLC, the leading provider of direct-to-consumer sales and marketing solutions for insurance carriers in the United States, and its management team in its sale to Clayton, Dubilier & Rice. (July 2016)
- > Represented Liberator Medical Holdings, Inc., a leading national direct-to-consumer provider of quality medical supplies, in its \$181 million acquisition by C. R. Bard, Inc., a leading multinational developer, manufacturer and marketer of innovative, life-enhancing medical technologies. (January 2016)
- > Represented American Achievement Corporation, a portfolio company of Fenway Partners and a leading yearbook and affinity company, in its private placement of \$467 million aggregate principal amount of new revolving credit facility, first lien term loan, senior subordinated notes and preferred stock.
- > Represented Fir Tree Inc. and its affiliated funds, as the majority stockholder of CiG Wireless Corp. (OTCBB: CIGW), a leading independent owner and operator of wireless communications infrastructure in the United States, in connection with its \$150 million merger with Vertical Bridge Holdings, LLC. (May 2015)

HONORS & AWARDS

- > **The Best Lawyers in America (2013-2021)**
Recognized in the Corporate Law section
- > **The M&A Advisor: Turnaround Award (2013)**
Restructuring and sale of Coach America—led by Steven Siesser—was recognized as Restructuring Deal of the Year (\$100 million to \$500 million) and Industrial Goods and Basic Resources Deal of the Year
- > **Chambers USA: America's Leading Lawyers for Business: (2011)**

NEWS & INSIGHTS

Publications

- > August 14, 2019
"Commentary: How private equity shops can adapt to the new CFIUS rules," *Pensions & Investments*
Doreen M. Edelman, Steven E. Siesser
- > 2016
"The JOBS Act: Improving Access to Capital Markets for Smaller Businesses," *Recent Developments in Securities Law*
Steven M. Skolnick, Alan Wovsaniker, Steven E. Siesser

In the Media

- > June 22; June 26, 2020
The Deal notes that **Steven E. Siesser** and **Traci M. Tomaselli** of Lowenstein Sandler represented the management of HealthPlanOne, a digital distributor of health insurance products, in a transaction in which Lightyear Capital will purchase a majority stake in the company from Peloton Equity and other investors. **The Associated Press, PE Hub, The Daily Times, BusinessWire,** and the **Global Legal Chronicle,** and other media outlets also reported the recapitalization. In addition to Siesser and Tomaselli, the deal team includes **James E. Gregory, Lesley P. Adamo,** and **Taryn E. Cannataro.**
- > May 21, 2020
Steven E. Siesser speaks with **PE Hub** on the increase in PIPES deals as distressed publicly traded companies seek cash and private equity firms see investment opportunities. Private equity firms, through PIPE investments, can provide much-needed liquidity to companies suffering liquidity issues and help stave off restructuring and/or bankruptcy. (*subscription required to access article*)
- > April 28, 2020
In **The Deal,** **Steven E. Siesser** discusses the likely rise in bankruptcy filings for private equity-backed companies facing fiscal challenges in the wake of the COVID19 pandemic. He says, "You'll see bankruptcies uptick in the coming months ... It hasn't really started yet. There's a ton of relief money being paid by the government right now. Companies are still paying their employees and getting by."

- > April 15, 2020
Lowenstein's representation of **Veronis Suhler Stevenson** in the completion of its investment (with NewSpring Health Capital) in the **BRC Recovery Family of Programs** is noted in the **Global Legal Chronicle**. The Lowenstein deal team included **Steven E. Siesser, Eileen Overbaugh, Traci M. Tomaselli, Brooke A. Gillar, and Lesley P. Adamo**. [View Lowenstein's news announcement about this transaction.](#)
- > April 1, 2020
Steven E. Siesser is quoted in **FundFire**'s article on how alternative investment firms are shifting gears during the pandemic; he recommends that fund managers encourage their teams to keep their focus on maintaining relationships and business plans. He says, "Nobody wants to slow down and not work. ... Sitting at home doing nothing would create more anxiety." (*subscription required to access article*)
- > March 23, 2020
Business Insider includes comments by **Steven E. Siesser** on the effect of the coronavirus on private equity investments in the leisure and hospitality industries. He says, "I think it's premature for anybody ... to say it's going to be a loss," noting that the economy will rebound and people will start attending live events again.
- > November 11; November 14, 2019
Lowenstein Sandler's representation of **ZMC** in its investment in **CommentSold, Inc.** is noted in **The PE Hub Network, Business Wire, Financial News,** and the **Global Legal Chronicle**. The Lowenstein team included **Steven E. Siesser, Lesley P. Adamo, Elisia M. Klinka, Darren Goodman, Julie Levinson Werner, Anita L. Chapdelaine, Nicole Rae Morales, Nicole Stefanelli, Megan Monson, Eric Jesse, Sophia Mokotoff, Carly S. Penner, Bryan Sterba, Manali Joglekar, Mark P. Kessler, Daniel A. Suckerman, Kimberly E. Lomot, and Doreen M. Edelman**. [View Lowenstein's news announcement about this transaction.](#)
- > November 6-10, 2019
Lowenstein's representation of **MKG, Pink Sparrow,** and **Maneesh K. Goyal,** the founder and chairman of both companies, in those entities' acquisition by Acceleration Community of Companies is noted in **The Hollywood Reporter, Business Wire,** the **Valdosta Daily Times,** the **Global Legal Chronicle, PR Week** and **citybizlist**. The Lowenstein deal team included **Steven E. Siesser, Traci M. Tomaselli, Lesley P. Adamo, Nicole Stefanelli, Madeline Roe, Sophia Mokotoff,** and **Megan Monson**. [View Lowenstein's news announcement about this transaction.](#)
- > February 19-20; March 8; April 15; May 20; June 22, 2019
Lowenstein Sandler's role as legal counsel to Aceto Corporation in its Chapter 11 bankruptcy filing and in the proposed \$338 million sale of its chemical business assets to New Mountain Capital is highlighted in **Bankrupt Company News, MarketWatch, GlobeNewswire, Markets Insider, StreetInsider.com, EIN Presswire, MarketScreener.com,** and the **Global Legal Chronicle (May 20, 2019; June 22, 2019)**. The firm's role as legal counsel in Aceto's sale of subsidiary Rising Pharmaceuticals, Inc. is noted in **The Associated Press, MarketScreener.com,** and the **Global Legal Chronicle**. (Lowenstein team: **Kenneth A. Rosen, Steven E. Siesser, Paul Kizel, Michael S. Etkin, Jeffrey Cohen, Wojciech F. Jung, Philip J. Gross, Michael Savetsky,** and **Michael Papandrea**.) (*subscription required to view certain content*) [View Lowenstein's news announcements about this representation: March 18, 2019; May 13, 2019.](#)
- > May 30, 2019
Steven E. Siesser is quoted in **Reuters** in an article discussing a recent flurry of buyouts that may help stoke the pipeline of leveraged loans. Siesser notes the high leverage levels at which banks are lending and the tremendous liquidity it provides for private equity-backed transactions.
- > March 12-April 18; May 24, 2019
Mondaq News, Retail Dive, The PE Hub Network, StreetInsider.com, and the **Global Legal Chronicle** cover news of Lowenstein client Ethoca's acquisition by Mastercard. (The Lowenstein deal team included: **Steven E. Siesser, Traci M. Tomaselli, Anthony O. Pergola, Lesley P. Adamo, Jeffrey Blumenfeld, Jeffrey M. Shapiro, Jack Sidorov, Michael J. Mueller, Darren Goodman, Megan Monson, Gina M. Seong, James McDonough, Sophia Mokotoff, Erica Perlmutter, and Lauren Killeen**.) [View Lowenstein's news announcement about this transaction.](#)
- > March 21; May 21, 2019
Lowenstein Sandler's representation of Abris Partners in its convertible preferred equity investment in PowerFleet, Inc., the new global IoT company to be formed by the acquisition of Pointer Telocation Ltd. by I.D. Systems, Inc., was mentioned in **ROI-NJ, Law360, The PE Hub Network, StreetInsider.com** and the **Global Legal Chronicle**. (Lowenstein deal team: **Steven E. Siesser, Brooke A. Gillar, Kate Basmagian,** and **Matthew A. Weston**.) [View Lowenstein's news announcement about this transaction.](#)
- > February 19-20; March 8, 2019
Lowenstein Sandler's role as legal counsel to Aceto Corporation in its Chapter 11 bankruptcy filing and in the proposed \$338 million sale of its chemical business assets to New Mountain Capital is highlighted in **Bankrupt Company News, MarketWatch, GlobeNewswire, Markets Insider, StreetInsider.com,** and **EIN Presswire**. The firm's role as legal counsel in Aceto's sale of subsidiary Rising Pharmaceuticals, Inc. is noted in **The Associated Press** and **MarketScreener.com**. (Lowenstein team: **Kenneth A. Rosen, Steven E. Siesser, Paul Kizel, Michael S. Etkin, Jeffrey Cohen, Wojciech F. Jung, Philip J. Gross, Michael Savetsky,** and **Michael Papandrea**.) (*subscription required to view certain content*) [View Lowenstein's news announcement about this transaction.](#)
- > February 11, 2019
Steven E. Siesser is quoted in **Noisey,** a VICE Media property, discussing the financial problems that bankrupted Hard Rock Park nearly 10 years ago. The article examines investor behavior during the pre-crisis credit boom, noting that riskier investments occur when a market is overvalued. Siesser describes investor behavior during this time as a feeding frenzy. "It's like fishing for mahi-mahi," he said. "One comes along, then all their friends arrive, and pretty soon they're hitting a bare hook and you can pull 30 of them out of the water in the space of 30 minutes."
- > January 7, 2019
Lowenstein Sandler is noted as lead counsel to Vesey Street Capital Partners, LLC (VSCP) in their recapitalization of Elite Body Sculpture as published in **The PE Hub Network, Cision PR Newswire,** and **The Business Journals** (Lowenstein deal team: **Marc B. Kramer, Brooke A. Gillar, Steven E. Siesser, Lowell A. Citron, Michael Walutes, Lesley P. Adamo, Eileen Overbaugh, Elisia M. Klinka, Nicholas Gonski, Darren Goodman, Megan Monson, Eric Jesse, Alanna Sandoval, Jeffrey M. Shapiro, Jack Sidorov, Mark P. Kessler, Paul M. Krueger, Michael A. Buxbaum, Norman W. Spindel, Mary J. Hildebrand, Bryan Sterba, Manali Joglekar,** and **Stuart S. Yusem**.)

- > December 2018
Steven E. Siesser is quoted in *Global Capital's* Review of the Year 2018 and Outlook 2019 report that discusses how the leveraged finance market increased the business of capital market banks in 2018. The report analyzes the lending guidelines issued by the European Central Bank and the evolving "leveraged lending guidance" from the Office of the Comptroller of Currency to predict what it could mean for the market in 2019. Siesser states that some banks are trying to be cautious with deals but notes that there is no shortage of money for sponsors.
- > October 15; November 30; December 18, 2018
StreetInsider.com, The Deal, citybizlist, The PE Hub Network (October 15, 2018; December 18, 2018), MarketWatch, Law360, Global Legal Chronicle, and Business Wire note Lowenstein Sandler as counsel to Cambium Learning Group, Inc. in its \$900 million definitive merger agreement with Veritas Capital. (Lowenstein deal team: **Steven E. Siesser, Elisia M. Klinka, Brooke A. Gillar, Michael J. Mueller, Lauren M. Troeller, Bianka V. Barraza, Lowell A. Citron, Jeffrey Blumenfeld, Jack Sidorov, Jeffrey M. Shapiro, Steven M. Skolnick, Kate Basmagian, Scott Siegel, Lesley P. Adamo, Sophia Mokotoff, Darren Goodman, Megan Monson, Katie R. Glynn, David W. Field, Michael A. Kaplan, Eric Jesse, Nicholas G. Mehler, Steven M. Hecht, Sean Collier, Edward J. Hunter, Zarema A. Jaramillo, Andrew David Behlmann, and Gina M. Seong.**) *(subscription required to access certain content)* [View Lowenstein's news announcement about this transaction.](#)
- > August 15, 2018
The **Global Legal Chronicle** notes Lowenstein Sandler's representation of **Regulatory Professionals, Inc. (RPI)** in its acquisition by **Premier Research**. The write-up lists the Lowenstein team: **Steven E. Siesser, Lowell A. Citron, Brooke A. Gillar, Lesley P. Adamo, Eric Jesse, Alexander Brooks, Sophia Mokotoff, Megan Monson, Matthew A. Nemeth, and Sami Najib.** [View Lowenstein's news announcement about this transaction.](#)
- > July 30-August 6, 2018
The PE Hub Network, Cision PR Newswire, and FierceBiotech note Lowenstein Sandler as counsel to **Regulatory Professionals, Inc. (RPI)** in its acquisition by **Premier Research.** [View Lowenstein's news announcement about this transaction.](#)
- > April 25, 2014
Steven E. Siesser comments on the "retail-ization" of investing in private equity funds in **The New York Times DealBook.**

SPEAKING ENGAGEMENTS

- > Moderator, **Is Capital Sitting on the Sidelines or Eager to go to Work?**, Opus Connect, Webinar, June 9, 2020
- > **Opus Deal Connect for Capital Providers and Investment Banks**, Opus Connect, New York, NY, June 11, 2019
- > **Opus Connect Consumer Goods Summit**, Opus Connect, New York, NY, March 12, 2019
- > **Opus Washington, D.C. Deal Connect for Investment Banks**, Opus Connect, Washington, D.C., March 5, 2019
- > **SFIG Vegas 2019**, SFIG, Las Vegas, NV, February 24-27, 2019
- > **Opus Deal Connect for Capital Providers and Investment Banks**, Opus Connect, New York, NY, January 30, 2019
- > Moderator, **Do the New Tax Law Changes Really Change Anything for Executive Compensation?**, Opus Connect Deal Connect, Washington, D.C., March 1, 2018
- > Panelist, **The Buyers Perspective**, Transaction Insurance Insights Conference, New York, NY, April 20, 2017

EDUCATION

- > Brooklyn Law School (J.D. 1994)
- > George Washington University (M.A. 1991)
- > George Washington University (B.A. 1990)

ADMISSIONS

- > New York
- > New Jersey