



## **EKONG I. UDOEKWERE**

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### **BIOGRAPHY**

Mr. Udoekwere focuses his practice on middle-market mergers and acquisitions, representing private equity sponsors, strategic acquirers, founders, and growth companies in complex buy-side and sell-side transactions. He serves as lead deal counsel on acquisitions, divestitures, recapitalizations, platform and add-on investments, and exit transactions, advising clients on transaction strategy, deal structuring, and risk allocation. He regularly represents sellers, founder-owned businesses, and private equity-backed companies in competitive sale processes and negotiated transactions, and counsels buyers and sponsors on strategic acquisitions and investments.

Mr. Udoekwere helps clients structure and negotiate purchase and sale agreements and other transaction documents, and navigate complex deal terms, including purchase price adjustments, earnouts, deferred and contingent payments, and post-closing indemnity and other obligations. He frequently advises sellers on minimizing indemnification exposure and post-closing risk, including evaluating whether representations and warranties insurance is appropriate, guiding clients through the underwriting process, and structuring deals to protect sellers. He also advises entrepreneurs and investors on joint ventures and governance matters, with experience under Delaware, California, and New York corporate and LLC law.

### **Professional Experience**

Mr. Udoekwere is a corporate attorney with more than 20 years of experience advising public and private companies on mergers and acquisitions, securities law compliance and reporting, corporate governance, private equity and venture capital financings, commercial finance, and general corporate matters. Prior to law school, he briefly worked as an accountant at Deloitte's Charlotte, North Carolina, office. He began his legal career at O'Melveny & Myers LLP, where he served as a junior associate in the firm's corporate, securities and entertainment practices. Prior to joining TroyGould, Mr. Udoekwere served as an associate at Katten Muchin Rosenman LLP and as senior counsel at Loeb & Loeb.

### **REPRESENTATIVE MATTERS**

- Sale of private beer brewing equipment company in connection with \$36 million auction-style sale of its business.
- Sale of biopharmaceutical company in its sale to strategic acquirer for \$75 million.
- Representation of online media and music business in connection with \$25 million Series A preferred stock financing.
- Representation of e-commerce business in connection with \$20 million Series B preferred stock financing.
- Counsel to printing and lithograph business in connection with capital raise of up to \$15 million in private placement offering to accredited investors.
- Formation and \$25 million private financing of joint venture to operate music and arts festival in Cayman Islands.

### **PUBLICATIONS**

Author, "Bridging the (Working Capital) Gap," Business Law News, State Bar of California, Issue 3, 2009

Author, "California's Revised LLC Statute . . ." Client Advisory, January 2014

## **BACKGROUND**

### **EDUCATION**

Harvard Law School (J.D.)

University of North Carolina - Charlotte (B.A., Economics; B.S., Accounting)

### **Accolades & Affiliations**

"Rising Star" in Mergers & Acquisitions, Southern California Super Lawyers (2014)

Member, California Bar