

Q. Who helps venture capital firms navigate the new realities of start-up financing?

A. Manatt.
Venture Capital.

**Bringing
new ideas
to new
markets.**

Q. Who combines portfolio investment know-how with deep regulatory knowledge to seize opportunities?

A. **Manatt.**

As new regulation takes hold throughout the financial services industry, investors are now actively seeking ways to participate in new ventures that can serve the industry while remaining clear of burdensome regulatory issues. Manatt's Venture Capital Group provides these investors with both the industry knowledge and the regulatory experience they need to form and structure such ventures.

Manatt had never worked with **Artiman Ventures**—a well-respected venture capital group—but was recently recommended to it as lawyers who could provide savvy advice on the regulatory concerns facing investors in financial services companies. Artiman was interested in investing in a new payment processing technology platform that enables the fast, secure movement of money around the world, which was being developed by a team that also controlled a commercial bank. While Artiman had initially thought it might invest in the bank at the same time, we worked with the firm in identifying the regulatory burdens of bank ownership.

The task, then, was to figure a way for Artiman to invest directly in the payment processing technology without subjecting itself to the myriad restrictions that attend any investment in regulated financial institutions. To resolve this dilemma, we advised Artiman on structuring an investment in Yantra Services, a payment processor set up separately from the bank and freeing it of any potential regulatory compliance requirements. Artiman relied heavily on our understanding of the financial services industry to assess the investment and make it happen. We are now regularly helping Artiman navigate the regulatory landscape as it seeks out promising new deals in this dynamic industry.





Lucas Venture Group
Formation of Lucas Venture Group
Fund, L.P. (LVG III, L.P.)

Counsel to Fund Sponsor,
Lucas Venture Group
January 2012



Capella Photonics, Inc.
Series CC-1 Preferred Stock
Investment

Counsel to Investor,
Black Diamond Ventures
February 2012



Active ImageNation
Series B Preferred Stock Financing

Counsel to Company,
Active ImageNation
February 2012

Beyond the Label, LLC
dba Big Fish
Series A Preferred Stock Financing

Counsel to Investor,
Payment Ventures, LLC
February 2012



Therapydia, Inc.
Series A Preferred Stock Financing

Counsel to Company,
Therapydia, Inc.
March 2012



WaterSmart, Inc.
Series Seed 2 Financing

Counsel to Investor,
Physic Ventures, LLC
May 2012



Heliae Technology Holdings, Inc.
Private Placement Offering of
Common Stock

Counsel to Company,
Heliae Technology Holdings, Inc.
May 2012



Ender's Fund, Inc.
Series AA and BB Preferred Stock
Financings

Counsel to Investor,
Draper Associates
May 2012 and July 2012



Therapydia, Inc.
Venture Debt Financing

Counsel to Company,
Therapydia, Inc.
June 2012



Small Demons, Inc.
Convertible Note Financing

Counsel to Company,
Small Demons, Inc.
July 2012



33cube, Inc.
Series Seed Preferred Stock
Financing

Counsel to Company,
33cube, Inc.
July 2012

LocalBonus
Seed Round Preferred Investment

Counsel to Investor,
Payment Ventures, LLC
August 2012



eParachute, Inc.
Convertible Note Financing

Counsel to Company,
eParachute, Inc.
August 2012



Switch Lighting Company
Complex Bank and Venture
Debt Financing

Counsel to Company,
Switch Lighting Company
September 2012



CRM Software, Inc.
dba Junxure
Series A Preferred Stock Financing

Counsel to Company,
CRM Software, Inc.
September 2012



ClearAccess
Sale to Cisco Systems

Special Counsel to Investor,
DFJ Frontier
September 2012



consumer brands

Consumer Brands, LLC
Formation of Special Purpose
Vehicle and
Series A Financing

Counsel to Investor,
Black Diamond Ventures
September 2012



Palantir Technologies, Inc.
Formation of Special Purpose
Vehicle

Counsel to Investor,
Lucas Venture Management, LLC
September 2012

ARTIMAN

Yantra Services, Inc.
Preferred Stock Financing

Counsel to Investor,
Artiman Ventures
September 2012



Blue Bottle Coffee
Sale of Stake to Group of Venture
Investors

Counsel to Cofounder,
Blue Bottle Coffee
October 2012



WineSimple, Inc.
Equity Financing

Counsel to Company,
WineSimple, Inc.
November 2012



Retrofit, Inc.
Series A Financing

Counsel to Investor,
Draper Fisher Jurvetson
November 2012



New Atlantic Ventures
Formation of New Atlantic Venture
Fund IV, L.P.

Counsel to Fund Sponsor,
New Atlantic Ventures
December 2012



Spotflux, Inc.
Series A-1 Preferred Stock
Financing

Counsel to Investor,
New Atlantic Ventures
December 2012

Savvy counsel at each stage of the venture capital continuum

Manatt's Venture Capital Group brings a high level of experience to transactional representations at every stage of a company's growth. We have advised players on both sides of the table at every stage of the investment process—from seed money and start-up funding through Series A, working capital and mezzanine rounds, and bridge financing prior to going public.

We focus on representing emerging companies in the technology, entertainment and media, and healthcare industries, and we maintain close working relationships with the venture capital funds, investment banks, and strategic corporate and individual investors that finance companies in these sectors.

When your company or investment fund brings Manatt into a deal, you are getting "boutique service" backed by the resources of a leading, full-service national law firm and the strategic perspective that comes only from decades of experience nurturing businesses in your industry. We can help you build stability into your business model by advising you on which rights to keep and which to release in order to attract the start-up and growth capital you need.

Specific Areas of Experience

- Fund formation and representation
- Equity financing using venture, angel and strategic investor capital
- Initial public offerings and secondary public offerings
- Debt financing
- Intellectual property licensing and other commercial agreements
- Joint ventures and strategic partnerships
- Employment and equity compensation matters
- ERISA and tax issues
- Corporate governance
- Mergers and acquisitions

INDUSTRY EXPERIENCE:

- Financial services
- Healthcare
- Entertainment and media
- Technology
- Consumer products
- Energy
- Real estate

AREAS OF FOCUS:

- Mergers
- Stock and asset purchases
- Going-private transactions
- Cross-border and domestic deals
- Leveraged and management buyouts
- Strategic acquisitions and spin-offs
- Private equity investments and acquisitions
- Tender and exchange offers
- Unsolicited offers and takeover defenses
- Fairness opinions
- Special committee representations
- Proxy contests
- Share exchanges

