

## Jeffrey L. LaBine

### SERVICE AREAS

#### Business

- India
- Mergers + Acquisitions
- Corporate, Securities + Commercial Transactions
- Life Sciences
- Venture Capital + Private Equity
- Securities

#### Governments + Nonprofits

- Life Sciences

#### Global Reach

- India

### EDUCATION

- Wayne State University Law School, J.D.
- Detroit College of Business, B.B.A.
- Schoolcraft College, A.A.S.

### BAR ADMISSIONS

- Michigan
- New York



### Principal

#### Ann Arbor

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7th Floor  
Ann Arbor, Michigan  
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#### New York

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A distinctive background positions Jeffrey L. LaBine to advise his clients on how to negotiate the twists and turns inherent in the corporate world, whether they be Securities and Exchange reporting issues for a public company, venture capital or angel funding for a technology startup or public/private acquisitions or dispositions. Jeff has extensive experience both in the corporate realm and as counsel to corporate clients, principally in the areas of mergers and acquisitions, venture capital and commercial financing, private equity and debt offerings and general corporate law. That experience allows him to provide his clients with a unique perspective on their issues, challenges and goals.

*"My clients expect me to offer them solutions that work with their business realities, not the legal answer from a textbook that sounds great but cannot be implemented in the real world. A client once told me, and I believe it to be true, that a good lawyer is invaluable but a good lawyer that understands you have a business to run is irreplaceable."*

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A focal point of Jeff's practice has been counseling clients on mergers and acquisitions and the often unique issues that these transactions bring, especially in the multinational arena. Jeff's experience in this area, and often with the structures and in the countries in question, affords him the ability to give the client a preview of issues that are likely to arise and possible approaches to those issues.

Another area of expertise is in representation of start-up companies, institutional and private investors. Jeff frequently advises these emerging companies, their founders and those investing in them on diverse issues such as corporate structure and governance, private

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equity and debt offerings and other funding mechanisms, and joint venture and licensing activities.

### EXPERIENCE

Jeff has assisted clients in acquisition and divestiture transactions throughout North America, Europe, India, South America and Australia in such diverse fields as automotive and heavy manufacturing, mining assets, services and technology. Recent examples include a Swedish and Canadian stock sale for a manufacturing safety products company, a 20-country divestiture (both stock and asset sales) for a manufacturing company, a Mexican stock acquisition, a multinational stock sale for a light manufacturing company, and an Australian stock acquisition with a Canadian reverse takeover component. Jeff also recently assisted clients in structuring and forming several new Midwest-based venture capital funds, represented a major Indian bank, through its London branch, in its financing to Indian and U.S. mining companies, represented a multinational manufacturing company in connection with the refinance of its ABL credit facilities in North America, Europe and India, worked with professors at major research universities in the area on technology spinouts and assisted technology start-ups in garnering venture and angel funding.

### REPRESENTATIVE MATTERS

- **Convention Facility Acquisition**  
Represented The Detroit Regional Convention Facility Authority in its acquisition, by long term lease, of Cobo Center from the City of Detroit.
- **Safety Products Company Sale**  
Represented selling shareholders of Swedish multinational industrial safety products company in \$22 million stock sale to US NYSE traded company.
- **Manufacturing Company Sale**  
Manufacturing Company Sale Represented NASDAQ traded company in \$121 million subsidiary asset sale.
- **Automotive Supplier Company Sale**  
Represented multinational automotive parts supplier in sale of stock and assets of subsidiaries in 18 country product line disposition to private equity fund.

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- Manufacturing Company Sale  
Represented NASDAQ traded company in \$14.6 million subsidiary stock sale.
  - Basketball Tournament Acquisition  
Represented NCAA in its acquisition of the NIT Tournament.
  - Publishing Company Sale  
Represented music publisher in the sale of approximately sixty percent of its publishing catalog and related assets.
  - Manufacturing Company Sale  
Represented selling shareholders of industrial transformer company in \$15 million stock sale with \$5 million sales and earnings based earnout.
  - Medical Diagnostics Company Sale  
Represented selling members of diagnostics company in \$36 million membership interest sale to national laboratory and diagnostics development company.
  - Publishing Company Sale  
Represented selling shareholders of magazine publishing company in \$6 million asset sale with net sales and advertising revenue based earnout.
  - Green Energy Seed Financing  
Represented alternative energy company in its sale of \$125,000 sale of convertible notes and warrants.
  - Medical Device Company Seed Financing  
Represented medical device company in its \$250,000 pre-seed sale of convertible notes.
  - Wind Energy Company Financing  
Represented alternative energy company in its \$1.8 million sale of a convertible promissory notes to the Michigan Strategic Fund.
  - Wind Energy Company Financing  
Represented alternative energy company in its \$7.2 million Series A-1 Convertible Preferred Stock Financing.
  - Wind Energy Company Financing  
Represented alternative energy company in its \$14.2 million Series A-2 Convertible Preferred Stock Financing.
  - Software Company Financing
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Represented software company in its \$350,000 pre-seed sale of convertible notes.

- Software Company Financing  
Represented software company in its \$2,000,000 loan and convertible warrant financing.
  - Venture Capital Fund Note Purchase  
Represented venture capital fund in its \$1 million purchase of convertible notes from software company.
  - Venture Capital Fund Note Purchase  
Represented venture capital fund in its \$1 million purchase of convertible notes from software company.
  - Venture Capital Fund Stock Purchase  
Represented venture capital fund in its \$3.5 million purchase of Series A Preferred Stock from a software company.
  - Venture Capital Fund Stock Purchase  
Represented venture capital fund in its lead investment of a \$2.5 million purchase of Series A Preferred Stock.
  - Venture Capital Fund Stock Purchase  
Represented venture capital fund in its lead investment of a \$6 million purchase of Series C Preferred Stock from a medical products company.
  - Venture Capital Fund Stock Purchase  
Represented venture capital fund in its lead investment of a \$6 million purchase of Series C Preferred Stock from a drug development company.
  - Venture Capital Note Purchase  
Represented venture capital fund in its \$2.1 million purchase of convertible notes and warrants from software company.
  - Venture Capital Fund Financing  
Represented bank in establishing \$5 million capital call line of credit for venture capital fund.
  - Indian Bank Finance  
Represented 3rd largest bank in India, through its UAE Branch, in its \$28 million USD \$6 million GBP credit facility to tier 2 automotive supplier.
  - Indian Bank Finance
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Represented 3rd largest bank in India, through its London Branch, in its USD \$17 million credit facility to clinical medical research company.

- Indian Bank Finance  
Represented 2nd largest bank in India, through its London Branch, in its \$35 million USD lending facility to Indian mining company and its US subsidiaries.
- Syndicated Finance  
Represented multinational NASDAQ traded company in \$275 million first and second lien syndicated asset based lending facility.
- Syndicated Finance  
Represented multinational NYSE company in \$250 million first and second lien syndicated asset based lending facility.
- Syndicated Finance  
Represented NASDAQ traded company in \$75 million syndicated asset based lending facility.
- Syndicated Finance  
Represented private equity fund owned automotive supplier in \$100 million first, second and third lien syndicated asset based lending facility.

### PROFESSIONAL ACTIVITIES

- American Bar Association, Business Law Section, Mergers and Acquisitions Committee; Private Equity and Venture Capital Committee; Model Joint Venture Agreement Summaries of International Law Supplement, Editorial Board Member; International Law Section
- State Bar of Michigan, Business Section
- State Bar of New York, Business Section
- Michigan Venture Capital Association, Member
- MichBio, Corporate Member

### HONORS + AWARDS

- Wayne State University Law Review Senior Articles Editor
- U.S. Air Force Commendation and Achievement Medals
- Michigan Super Lawyers, Rising Star 2008

## MILITARY EXPERIENCE

- United States Air Force, 1983-88

## PUBLICATIONS

"Dodd-Frank Wall Street Reform and Consumer Protection Act Change to 'Accredited Investor' Definition," Michigan Biosciences Link, October 2010

"Buying a Business: Don't get snagged by hidden liabilities,"  
Detroit Magazine, Detroit Regional Chamber, Fourth Quarter 2004

"Revised Form 8-K: New disclosure items and shorter filing deadlines," Miller Canfield Corporate and Securities Law Update, Summer 2004

"Recent Trends are Fueling Automotive Supplier Consolidation,"  
(Jeffrey Adelman co-author) Enterprise Magazine, Michigan Manufacturers Association, November 1999

"Michigan's Adoption of the Uniform Fraudulent Transfer Act: An Examination of the Changes Effectuated to the State of Fraudulent Conveyance Law," Wayne Law Review, Vol. 45-3 (1999)

Note, "Sentencing Entrapment: Activism or Interpretation," Wayne Law Review, Vol. 44-3 (1998)

## SPEECHES

"Technology, Business Incubation and Entrepreneurship," (Panelist),  
China Entrepreneur Network 2010 Forum, November 6, 2010

"Charging Forward: VC, EVs and Other Next Generation Vehicles,"  
(Moderator), Michigan Growth Capital Symposium, May 11, 2010

"Cross Border Investing, Capital Sourcing and Deal Syndication -  
Partnering with Canadian VCs and Investors," (Panelist), Michigan  
Growth Capital Symposium, May 13, 2009

"Reversing the Lens: An Acquirer's View of Venture-Backed  
Companies," (Moderator), Michigan Growth Capital Symposium, May  
14, 2008

"Have an Idea, Now What?" (Presenter and Business Plan  
Competition Judge), TiEcon Midwest 2008, November 21-22, 2008

"Equity Sources," (Panelist), MichBio Annual Meeting, April 22, 2008

## Jeffrey L. LaBine

"Planning for Mergers and Acquisitions: What happens to employees, benefit plans and unions?" Miller Canfield Annual Employment Law Seminar, October 18, 2007

"Starting Your Own Business - Finance Panel," Starting Your Own Business Bootcamp, Ann Arbor SPARK, September 19, 2007

Ask the Experts," (Panelist), Ann Arbor Spark Business Bootcamp, May 31, 2007

"Following the Money: Where Angel Investors and Venture Capitalists See Opportunity," Crain's Detroit Business Webinar, March 19, 2007

"Corporate Issues in Acquisitions and Divestitures," Environmental Law Section - State Bar of Michigan, December 9, 2004

### SEMINARS + EVENTS

- Business Law & Order: Financing I
- Practical Guide to the New Michigan Uniform Securities Act
- Cross-Border Investing, Capital Sourcing and Deal Syndication - Partnering with Canadian VCs and Investors

### ARTICLES

- Michigan's Makeover

### NEWSLETTERS

- Hot Points Fall 2009

### NEWS

- Miller Canfield Represents Malloy Incorporated in Consolidation with Edwards Brothers
- Miller Canfield Represents the Bartech Group in Growth Capital Infusion
- Miller Canfield Represents Plymouth Venture Partners II, L.P. in First Close
- Miller Canfield Lawyer Jeff LaBine Discusses Partnering with Canadian VCs and Investors at Michigan Growth Capital Symposium