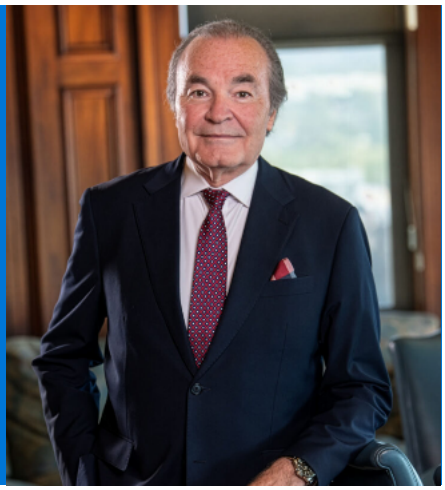
SpencerFane®

David R. Rudd

Of Counsel

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Overview

David Rudd assists public and private companies operating in domestic and foreign markets with negotiations of a wide range of corporate transactions and related financings, including mergers and acquisitions, joint ventures, minority investments, strategic alliances, asset sales and purchases, private equity and venture capital investments, intra-company mergers and reorganizations, and debt and equity financings.

In addition to transactional work, David advises clients on corporate governance, creating effective, compliant business strategies and systems for smooth operations that benefit all key stakeholders. His diverse industry experience spans technology, biotechnology, food, manufacturing, cosmetics, hospitality, and sports.

Regardless of industry, level of complexity, or the geographic scope of a transaction, David prioritizes favorably positioning clients with sensitivity to their specific goals, challenges, and opportunities. He spent more than a decade of his practice operating out of Mexico City, gaining unique cultural insight which contributes to his in-depth understanding of cross-border transactions and high adaptability while operating within the international legal space.

Outside of private practice, David lectures at the University of Utah's David Eccles Graduate School of Business. An established and highly sought-after thought leader, he also regularly presents at major conferences on international and domestic business and legal matters and important cross-border legal subjects, including the Foreign Corrupt Practices Act and export / import controls, and actively participates as a panelist in events sponsored by World Trade Center Utah.

Education

- Pepperdine University School of Law (J.D.)
- Brigham Young University (B.A.)

Bar Admissions

- Utah

Community Involvement

- World Trade Center Utah, Board of Advisors
- Mexico Utah Business Council, Board of Trustees, Chairman ex officio
- S. Global Leadership Coalition, Utah Advisory Counsel
- State of Utah, Securities Advisory Committee, Former member
- Mountain West Venture Capital Network, Former officer
- Physician Assistant Licensing Board, Former member

Distinctions

- *Best Lawyers in America*, Corporate Law, Mergers and Acquisitions, Venture Capital Law, 2006-2027
  - Lawyer of the Year, Venture Capital Law, 2017, 2022
- *Chambers USA*, America's Leading Lawyers, Business Law; Corporate/M&A Law, 2003-present
- Martindale-Hubbell, AV Preeminent
- *The Legal 500*, Mergers and Acquisitions, 2019-present
- *Utah Business*, Legal Elite, International; M&A

Memberships

- American Bar Association
- Utah State Bar Association, Business Law Section, Past Chair

Related Experience

- Represented a successful bidder for expansion of Mexico City's Benito Juarez International Airport.
- Represented a large U.S. personal care company in establishment of operations in over 23 countries.
- Served as international counsel to a large U.S. nutritional company and large personal care company.
- Represented a large retailer of contact lenses in its international and domestic acquisitions and operations.
- Represented a Utah-based medical imaging company in merger with a multinational medical equipment provider.
- Represented a U.S. public company in connection with establishment of a manufacturing facility and retail outlets in the People's Republic of China.
- Represented a U.S. cable television consortium in connection with acquisition of cable TV systems in Mexico and the Caribbean.
- Represented a large NYC-based cable television provider in connection with acquisitions in various countries in Latin America
- Represented a regional infrastructure construction company in a merger with large Irish public company.
- Represented a U.S. telecommunications company in connection with obtaining a concession (license) to install and operate a fiber optic network in the railroad right-of-way of the Mexican National Railroad Company from the Mexican Ministry of Communications and Transportation, together with related joint ventures with international telecommunications companies.
- Represented a U.S. telecommunications company in connection with the acquisition of long-distance service company.
- Represented a regional internet service provider and web hosting company in connection with acquisitions of 15 strategic internet technology/network companies.

- Represented an Idaho-based circuit board manufacturer in connection with acquisition of three ISPs, web hosting, and internet services companies.
- Represented a U.S. truck stop owner/developer in connection with acquisition of a license from a government-owned oil company (PEMEX), a Mexican joint venture, and related financing.
- Represented a multinational telecommunications and multimedia company in connection to a joint venture with a Chilean telephone company.
- Represented a U.S. subsidiary of the world's largest mineral company in connection with an international Joint Development Agreement related to multimillion-dollar technology.
- Represented a U.S. developer in connection with the development and financing of a gas-fired co-generation facility in Aguaytía, Peru.
- Represented a transdermal drug delivery company in strategic international alliances with International Pharmaceutical companies.
- Represented a Mexican cowboy boot manufacturer in connection with the acquisition of the company's U.S. distributor.
- Represented a U.S. data processing company in connection with establishment of a maquiladora in northern Mexico.
- Represented a large retailer of contact lenses in connection with cash and stock-for assets acquisition of a Singapore company and Chinese affiliates (including a contact lens manufacturing facility and related intellectual property) and related financing with a large U.S. bank and The Development Bank of Singapore Limited.
- Represented a German industrial company and foreign subsidiaries in sale of stock to a large U.S. public company.
- Represented a U.S. nutritional company in the spinoff of foreign subsidiaries in Chile, Argentina, Malaysia, and Colombia.
- Represented a large retailer of contact lenses in connection with a cooperation agreement with a U.S. subsidiary of large Italian-owned optical chain, providing for joint marketing and development of a national doctor network.
- Represented a scrap-booking technology company in a sale to a prominent private equity fund.
- Represented a large retailer of contact lenses in the cash and stock-for-assets acquisition of a UK company (including contact lens manufacturing facility and related intellectual property) and related financing.
- Represented a large retailer of contact lenses in connection to a joint venture with a large Japanese optical chain, providing for the sale and marketing of contact lenses in Japan.
- Represented a Utah-based medical device company in a merger with a large, multinational public company.
- Represented a large U.S.-based highway hospitality and services provider and its affiliate in connection to the offering and processing of debit cards in Mexico, and related international, corporate, and regulatory issues.
- Represented a large manufacturer of specialty gases regarding export of equipment and products to Taiwan and the structuring of manufacturing and supply arrangements with a Taiwanese company.
- Represented a Lindon, Utah-based technology company in a merger with a multinational software company.
- Represented a prominent Utah family office in connection with a contested acquisition of control in a venture capital firm.
- Represented a large retailer of contact lenses in connection with a sale of joint venture interest to a large Japanese optical chain.
- Represented a Lindon, Utah-based hardware manufacturer in a sale to a large multinational telecommunications company.
- Represented a Utah-based essential oils company in formation and general corporate matters.
- Represented a Swedish manufacturer of sports racks and other equipment in the acquisition of a specialty luggage company.
- Represented a U.S. aerospace manufacturing company in connection with the establishment of an aerospace component manufacturing joint venture and related facilities in China, Germany, and Mexico.
- Represented a Canadian national co-op in the acquisition of a U.S. sporting goods chain.
- Represented local city government in connection with the acquisition of a professional hockey franchise.
- Represented a regional data center in disposition of minority interest to a private equity firm.

- Represented a pipeline supply company in disposition of assets to a strategic buyer (two tranches).
- Represented a regional petroleum company in disposition of Western U.S. operations.
- Represented a Canadian national co-op in the sale of stock and assets of U.S. operations to a large, U.S. sporting goods retailer and separate real estate holding company, including over 50 locations nationwide.
- Represented a Utah-based hedge fund in sale of stock to a Minneapolis-based hedge fund.
- Represented a Utah-based consumer finance company in the sale of 75% interest to a prominent private equity fund.
- Represented a data center aggregator in the acquisition of a technology company.
- Represented a data center aggregator in recap and investment by a national lender.
- Represented a private equity fund in acquisition of an aircraft components manufacturing company.
- Represented a large retailer of contact lenses in a sale to a Boston-based private equity fund. Transaction included spin-off of eye care division (frames, lenses, and IP) to a large Italian optical company.
- Represented an owner of a world-famous ski and summer resort in a sale of real estate and resort assets and operations to a private equity fund.
- Represented a national loan servicing company in a merger with a Utah industrial bank.
- Represented a Utah-based legal technology company in a sale to a national legal technology services company.
- Represented an international document services company in a sale to a strategic partner.
- Represented a local home security company in a sale to a competitor.
- Represented a crafting technology company in debt and equity restructuring with a private equity fund lender and certain investors in addition to related financing matters.
- Represented a crafting technology company in debt facility with a lender.
- Represented a regional data center in debt refinancing with a national bank.
- Represented a regional apparel and furniture retail chain with manufacturing facilities in China and Mexico, in general corporate, IP, import/export, customs matters, and ultimate sale to a consumer products company.
- Represented a large regional data center in a sale to a large private equity-backed buyer.
- Represented a large West Slope data center in a sale to a publicly-traded REIT.
- Represented an online optical frames and lens manufacturer and e-tailer in an acquisition by the leading U.S. retailer of contact lenses.
- Represented a multinational consumer products company in an internal investigation of foreign operations.
- Represented a Chinese public company in restructuring of U.S. geothermal operations.
- Represented a Utah-based maker of thaw-to-serve cookies and brownies and frozen cookie dough to a private equity-backed food services company.
- Represented a national commercial real estate, media, and professional sports company in the acquisition of a marketing and media company.
- Represented a multiregional commercial lighting supply company in a buyout by its employees.
- Represented a California-based alternative energy company utilizing novel wind turbine technology in power generation, together with related acquisition, joint venture, and financing matters.
- Represented a California-based electric power conservation technology company in connection with an international joint venture, licensing, distribution, and manufacturing matters related to Latin America.
- Represented a U.S. railroad safety technology company in a joint venture with the Canadian National Railway.
- Represented a Lindon, Utah-based residential solar company in the roll-up of four national residential solar companies and related financing matters.
- Represented a Utah-based cybersecurity company in a sale to a large multinational strategic partner.
- Represented a natural resources technology provider in connection with an employee-led buyout and related financing matters.
- Represented a multinational consumer products essential oils company in connection with a dividend recap and related financing matters.
- Represented an ed-tech venture fund in connection with 20-plus investments.
- Represented a multinational commodities exporter in an acquisition of U.S. processing plant.

- Represented a multinational consumer products company in connection with internal investigation of foreign operations.
- Represents one of Utah's largest exporters of commodities in ongoing corporate, financing, and trade compliance matters.
- Represented large, regional commercial HVAC company in sale to private equity firm.
- Represents prominent cybersecurity company in various financing rounds and related corporate work.
- Represents large, East-Coast private wealth firm in general corporate matters.
- Represents Venture Fund in its portfolio investments.
- Frequently represents a private equity fund in its formation, compliance, and portfolio investments.