

Snell & Wilmer



R. Steven Reed

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Main Bio

Steven Reed focuses his practice in the areas of mergers and acquisitions, securities, venture capital and private equity, corporate law and advising corporate boards. He has experience in mergers and acquisitions, representing both buyers and sellers in transactions. Steven represents entrepreneurs and start-up companies in a variety of corporate matters, including formation and organization of entities, private placements, venture capital investments and other securities matters, joint ventures, general contract review and contract negotiations.

Representative Transactions

Mergers, Acquisitions and Dispositions

- Represented buyers and sellers in mergers, acquisitions, joint ventures and other transactions valued between \$100,000 and \$300 million in various industries, including healthcare, professional services, automotive, hospitality and "brick and mortar" industries
- Represented the owners of a retail business in a \$200 million disposition of equity interests
- Represented a major agriculture operation in a \$180 million disposition of real estate and related operations
- Represented a hospitality management company in the acquisition of multiple targets
- Represented a regional home healthcare provider in the acquisition of multiple targets
- Represented the owners of a testing systems company in a \$26 million disposition of equity interests
- Represented the owners of a healthcare professional services company in a \$26 million disposition of equity interests

Private Offerings/Securities

- Represented a real estate investment company in formation of several funds with assets under management ranging from \$20 million to \$100 million
- Represented a medical device company in a \$12 million private placement of convertible debt and equity
- Represented a medical technology company (diagnostic device) in a \$2 million private placement of equity (preferred stock)
- Represented a transportation logistics company in multiple offerings, including a down-round offering, totaling over \$9 million

- Represented various companies in 701 offerings (restricted stock, stock option plans, profits interest plans, phantom equity agreements, etc.)
- Represented an angel investor group in connection with the formation of multiple sidecar funds, with total investment in excess of \$10 million
- Represented a technology company in connection with a \$4.6 million private offering
- Represented a small regional bank in connection with a \$5 million private offering

Non-Profit

- Represented a community health organization in connection with the merger of two subsidiaries, restructuring of other corporate entities, and joint venture with local hospital
- Formed a non-profit food bank (including preparation and filing of tax exempt status form) and provided ongoing legal advice to the board of directors
- Formed a community outreach non-profit (including preparation and filing of tax exempt status form) and provided ongoing legal advice to the board of directors

General Corporate/Other Matters

- Served as outside counsel for medical device company, including assistance with employment related matters, securities litigation, licensing transactions, private placements, etc.
- Represented a major commercial real estate developer in connection with several equity repurchase transactions (drop and swap transactions)
- Represented major commercial real estate developer in connection with a \$68 million refinance of large development
- Represented a large regional bank in connection with the negotiation and documentation of loan workout transactions
- Represented various entities and individuals in shareholders' agreements, operating agreements, buy-sell agreements, etc.
- Represented clients in the acquisition and disposition of real estate (perform title review, conduct due diligence, negotiate and draft purchase agreements, negotiate and draft amendments to CC&Rs, maintenance agreements, etc.)

Education

- University of Arizona, James E. Rogers College of Law (J.D., 2012)
 - Dean's List
 - Senior Articles Editor, Arizona Journal of International and Comparative Law
- Brigham Young University (B.S., Economics, 2008)

Professional Memberships & Activities

- State Bar of Arizona, Securities Regulation Law Section (2013-Present)
- American Bar Association

Representative Presentations & Publications

- "Earn-Outs," Presenter, Snell & Wilmer Virtual CLE Series (June 22, 2021)

- "Mergers & Acquisitions: Still Alive and Well," Co-Presenter, Snell & Wilmer Virtual CLE Series (June 22, 2021)

Professional Recognition & Awards

- The Best Lawyers in America®: Ones to Watch, Mergers and Acquisitions Law (2021-2023)
- Southwest Super Lawyers®, Rising Stars Edition, Securities & Corporate Finance (2017-2022)

Previous Professional Experience

- Jennings, Strouss & Salmon, PLC, Associate (2014-2016)
- Hecker, PLLC (fka Hecker & Muehlebach, PLLC), Associate (2012-2014)
- United States Bankruptcy Court, District of Arizona, Extern for the Honorable Eileen Hollowell (2010)

Bar Admissions

- Arizona

Court Admissions

- Supreme Court of Arizona