



Charles J. Downey III

PARTNER

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Overview

Chuck Downey practices in the areas of private equity, venture capital and mergers and acquisitions, among other areas of corporate law. He also represents hedge funds and other entities in connection with securities law issues, PIPE transactions and other matters.

Mr. Downey has significant experience representing private equity, venture capital, growth capital, mezzanine capital and leveraged buy-out funds in all aspects of their activities. Fund clients for whom Mr. Downey has provided substantial advice include Union Capital Equity Partners, RFE Investment Partners and Sagard Capital Partners. Recent transactions include:

- Numerous platform acquisitions for private equity funds
- Add-on acquisitions ranging in size from \$200 million to \$1 million
- Section 363 acquisitions by strategic and private equity buyers
- Sale processes on behalf of a variety of companies
- Complex spinoff transactions
- Common stock PIPE transactions
- Multi-layered PIPE transactions involving convertible notes, preferred stock and warrants

Mr. Downey also acts as a counselor to a variety of companies regarding their ongoing legal needs, providing advice regarding joint venture agreements, capital raising, employee matters, strategic agreements and debt and equity arrangements and restructurings. Mr. Downey's experience in this area covers a variety of industries ranging from health care information technology to consumer products to defense contracting.

Honors and Awards



Once again recognized by Chambers and Partners as a Leader in the field of Corporate/M&A in 2017- 2019.

Publications

Federalism in the *Michigan v. Long* Era – *Delaware v. Van Arsdall* and the Continued Need for Coherent State Adjudication, 1989 Ann. Surv. Am. L., Vol. 2

Events

Moderator, "Building Stable Partnerships For Mutually Beneficial Deal Structures," 3rd Independent Sponsors Summit, April 20, 2016, New York ([Event Details](#))

"New Requirements for PE, VC and Hedge Fund Advisers under Financial Reform Legislation", Finn Dixon & Herling LLP Webinar Series, July 2010 ([View presentation](#))

"Analyzing the ABA 2009 Private Target M&A Survey," Connecticut Bar Association, Winter 2010

How to Restructure Balance Sheets in 2009, March 5, 2009 ([Hear presentation](#))

Moderator, "How to Position Evaluate the Pre-Revenue Company" at "Angel Investing" conference sponsored by Connecticut Venture Group

"Financing Alternatives," Connecticut Venture Group, March 2006

"Antidilution Provisions in Preferred Stock," March 2005, Connecticut Bar Association Business Law Section

Moderator, Yale Entrepreneurial Society, "Perspectives on Venture Capital: Biotech and Life Sciences"

Moderator, "Mezzanine Financing," Columbia Business School Ninth Annual Private Equity Conference

"Recent Delaware Caselaw Regarding Preferred Stock Terms," February 2003, Connecticut Bar Association Business Law Section

"Sarbanes-Oxley and Loans to Officers and Directors," September 2002, Workshop for Connecticut Public Companies

"Current Developments in PIPE Financing 2002," Connecticut Bar Association Business Law Section

"Down Round Venture Capital Financings," Connecticut Bar Association Business Law Section

"Indemnification Provisions in Acquisition Agreements - A Case Study," Connecticut Bar Association Business Law Section

"Hiring the Best and Brightest," Connecticut Venture Group

"Due Diligence in Venture Capital, Public Offering and Acquisition Transactions", Connecticut Venture Group

Practices

Mergers & Acquisitions

Private Equity & Venture Capital

Securities & Public Companies

Family Offices

Education

New York University School of Law, J.D., 1989, Executive Editor, *Annual Survey of American Law*

University of Pennsylvania Wharton School of Business, B.S., Economics, 1986, *Benjamin Franklin Scholar*

Bar Admissions

Connecticut, 1994

New York, 1990

Associations and Memberships

Connecticut Venture Group, State Board of Directors, Secretary 2001-2002

Connecticut Venture Group, Stamford Chapter, Board of Directors

National Association of Small Business Investment Companies

The Greenwich Alliance for Education, Inc.
Steering Committee and Board of Directors, 2006-2009
Advisory Council, 2009-2010