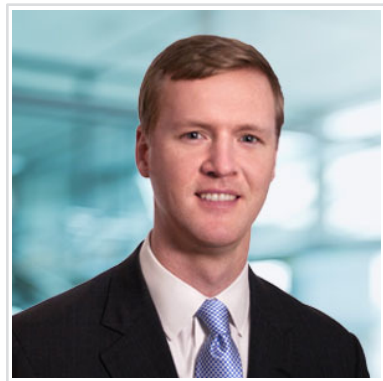


Patrick Devine

Associate

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Pat Devine represents public and private companies, venture capital and private equity enterprises, and individuals in mergers and acquisitions, corporate and securities law matters, domestic and international commercial transactions, entity formation and reorganization, debt and equity financings, joint venture formations, and regulatory compliance matters. Pat has served as first chair and second chair in a wide variety of transactional matters on behalf of buyers, sellers, lenders, and borrowers. He has extensive experience in negotiating and drafting merger agreements, asset purchase agreements, share purchase agreements, joint venture agreements, licensing agreements, seed financing documents, loan and security agreements, registration statements, proxy statements, quarterly and annual securities filings, and all related ancillary documents. He also serves as outside general counsel to companies in myriad industries, and in that capacity, he oversees all of his clients' legal needs.

Representative Matters

- Represented Covetrus, Inc. (NASDAQ:CVET), a global leader in animal health technology and services, in connection with its strategic investment in Veterinary Study Groups, Inc., a leading provider of peer-to-peer learning experiences for veterinary practice leaders
- Represented Boathouse Capital in its investment in Finch, a paid digital media automation platform for marketing professionals
- Represented Progress Physical Therapy in its sale to Ivy Rehab, a network of more than 175 outpatient physical and occupational therapy clinics in 10 states
- Represented a revenue analytics software company in its merger with a life sciences commercial data and analytics company, creating an updated "best-in-class" payer data and analytics solutions company for the life sciences industry
- Represented Stadium Goods, a streetwear and sneaker resale store and e-commerce site, in its multimillion dollar sale to Farfetch Limited, a publicly-traded global technology platform for the luxury fashion industry
- Represented a start-up investment advisory platform in connection with its Series A financing

Practice Areas

Corporate and Securities
International
Private Equity and Venture Capital

Bar and Court Admissions

Pennsylvania
New Jersey
New York
U.S. District Court for the Eastern District of Pennsylvania

Education

Temple University Beasley School of Law,
JD, 2013
Villanova University, BS, 2009

Memberships

Philadelphia Bar Association
Pennsylvania Bar Association
New York State Bar Association
Brehon Law Society
Association for Corporate Growth (ACG)

- Represented an engineering firm in its formation of a joint venture with a hygiene company
- Represented a prosthetics and orthotics company in its sale to a foreign competitor
- Represented a financial technology company in its underwritten public offerings for an aggregate \$119 million of common stock and its senior secured term and revolving loan facilities for an aggregate \$38 million
- Represented a real estate investment partnership in connection with the restructuring of its loan agreements, promissory notes, and ancillary documents and agreements with two prominent banks
- Negotiated and prepared seed-stage loan agreements, loan modification agreements, security agreements, convertible promissory notes, and warrants for a startup e-commerce company that obtained funding from several private investors and a quasi-governmental entity
- Prepared 10-Qs, 10-Ks, 8-Ks, proxy statements, registration statements, prospectuses, no-action letters, and confidentiality treatment requests
- Prepared annual attorney PAL letters and issuer compliance statements on behalf of an OTC-listed company based in China
- Represented a publicly traded company in acquisitions of direct and indirect competitors for an aggregate \$90 million in cash and common stock
- Represented an investment partnership in connection with sales and purchases of commercial real estate properties for an aggregate \$89 million
- Counseled a foreign broker-dealer regarding the implementation of measures and procedures necessary to ensure its compliance with the Foreign Account Tax Compliance Act and the Investment Company Act of 1940
- Prepared, and successfully argued in support of, objection letters to the United States Securities and Exchange Commission on behalf of clients after the SEC determined that they were ineligible to recoup their investments in a defunct hedge fund
- Counseled a community outreach organization in forming various pooled investment clubs for low-income individuals, and developed a methodology to facilitate the work of the investment clubs in compliance with the Securities Act of 1933, the Investment Company Act of 1940, the Investment Advisers Act of 1940, and the Pennsylvania Securities Act of 1972
- Prepared bylaws, governing agreements, resolutions, meeting minutes, and other organizational documents on behalf of corporations, partnerships, and limited liability companies
- Argued successfully in overturning real estate transfer tax assessments that the Pennsylvania Department of Revenue levied against a client in contravention of the Pennsylvania Realty Transfer Tax Act
- Counseled a foreign investment adviser regarding its proposed creation of a website that would analyze and promote certain stock holdings in compliance with the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Company Act of 1940, the Investment Advisers Act of 1940, and other federal laws

Recognition & Involvement

Outside the office, Pat volunteers his time to several nonprofit organizations. He serves as a Volunteer Investigator for the Philadelphia Bar Association Commission on Judicial Selection and Retention, and he mentors budding entrepreneurs through Mentor Connect, a collaborative program between Ben Franklin Technology Partners and

Philadelphia Alliance for Capital and Technologies. He also provides pro bono legal services to low-income individuals and families through Philadelphia VIP, an organization that promotes equal justice for indigent members of the community. In December 2019, Philadelphia VIP recognized Pat as its Volunteer of the Month. Pat is a member of the Boards of Trustees of Community Legal Services of Philadelphia (CLS) and Philadelphia Legal Assistance (PLA), the Co-Founder of CLS's Justice Rising Advocates group (JRA), a past Chair of the JRA Executive Committee, and a member of the Audit and Finance Committees of CLS and PLA. Pat is also the Co-Chair of the Pennsylvania Academy of the Fine Arts Young Friends Executive Committee.

In 2016, the Philadelphia Bar Association and the Philadelphia Bar Foundation selected Pat to participate in the Board Observer Program, which matches young lawyers with the boards of public interest legal service organizations. Since 2016, Pat has been selected in a survey of his peers as a Pennsylvania "Rising Star," a distinction conferred upon no more than 2.5 percent of Pennsylvania attorneys either 40 years old or younger or in practice for no more than 10 years. Since 2016, the First Judicial District of Pennsylvania has recognized Pat on its Pro Bono Roll of Honor for providing pro bono legal services to litigants in the Philadelphia courts.

In the News

Congratulations 2020 DE, MA, NY and PA Super Lawyers and Rising Stars
November 5, 2020

Pat Devine Joins Community Legal Services Board of Trustees
November 21, 2019

Congratulations 2019 DE, MA, NJ, NY and PA Super Lawyers and Rising Stars
October 17, 2019

Events

White and Williams Sponsors M&A East 2020
Virtual Experience | October 26-28, 2020

Publications

M&A Representation and Warranty Insurance Considerations In The Wake Of The Coronavirus Pandemic
Taking Care of Business | March 30, 2020

Amid Coronavirus Pandemic and Declining Stock Prices, Public Companies Implement Poison Pills to Deter Corporate Raiders
Taking Care of Business | March 24, 2020

Does The Coronavirus Pandemic Constitute A Material Adverse Effect?
Corporate and Securities Alert | March 13, 2020

FTC Acts to Block Jefferson/Einstein Hospital Merger

Taking Care of Business | March 2, 2020

Second Circuit: Insider Trading Conviction Does Not Require a Finding of Personal Benefit

Taking Care of Business | January 13, 2020

FCC Proposes Pilot Program to Fund and Promote Telehealth in Underserved Communities

Taking Care of Business | July 25, 2019

Delaware Chancery Court Relies Upon Judicial Dissolution Power to Break Management Deadlock

Taking Care of Business | May 22, 2019

Despite Limited Restriction on Extraterritorial Reach, Second Circuit Leaves Potential for FCPA Liability Wide Open

International Alert | November 28, 2018

Young Professionals and Community Legal Services Partner Up

The Legal Intelligencer | January 24, 2017

Piercing the Veil: Lessons from the Federal Courts

Pennsylvania Bar Association Quarterly | April 2016

Nelson and the Current Status of the Intended Use Doctrine and the Intended User Doctrine

The Legal Intelligencer | April 23, 2015

Cases & Deals

White and Williams Assists Japanese IT Client in Cross-Border Joint Patent Application Agreement

November 12, 2020

White and Williams Represents Trion Interactive

October 31, 2019

White and Williams Represents Boathouse Capital in Investment in Finch

August 5, 2019

White and Williams Represents Progress Physical Therapy In Multimillion Dollar Sale To Ivy Rehab

May 14, 2019

Life Sciences Companies, IntegriChain and DaVIZta, Merge

March 6, 2019

Stadium Goods to Be Acquired by Farfetch Limited

December 13, 2018