



# Jeremiah G. Garvey

## Co-Chair, Capital Markets & Securities

### Pittsburgh

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Jeremy is a well-known corporate attorney with three decades of experience advising sophisticated businesses and entrepreneurs in sectors ranging from finance and tech to energy and manufacturing. Jeremy currently focuses his practice in three areas: public company and capital markets, complex mergers and acquisitions, and venture capital and emerging business development.

In the capital markets space, Jeremy represents both issuers and underwriters in public offerings of securities, including equity securities and 144A private placements of high-yield debt securities. He works closely with public company clients on securities law compliance and SEC reporting, corporate governance, ESG considerations, and equity-based compensation issues.

Jeremy also advises public and private companies on transformational mergers and acquisitions, from veteran corporations undergoing major expansions to private company owners looking to exit. He has deep experience negotiating strategic and financial transactions on behalf of buyers and sellers in a variety of industries.

In addition, Jeremy is highly regarded in the Mid-Atlantic venture capital and emerging business community as a leading adviser to startups and growth companies. He is a longtime board member and the chair emeritus of the Pittsburgh Venture Capital Association and has chaired the selection committee of the 3 Rivers Venture Fair, a leading venture conference in the Mid-Atlantic.

As a founder and board member of a successful startup himself, Jeremy also brings direct ground-level experience with corporate formation and development to every engagement. He was a co-founder and counsel to Othot LLC, a predictive and prescriptive analytics software solution for colleges and universities, from its formation in 2014 to its favorable sale to Liaison International in 2021.

Among other recognitions, Jeremy received the Pittsburgh Venture Capital Association's "Impact Award" in 2024, was named "Venture Capital Lawyer of the Year in Pittsburgh" by Best Lawyers in America in 2021, and has been listed in Chambers and Partners USA since 2019.

Jeremy earned his bachelor's degree from Colgate University and his law degree from the University of Pennsylvania Carey Law School.

## Experience

### *Public Companies and Capital Markets*

- Represented the owners of HEYDUDE®, a privately-owned casual footwear brand founded in Italy, in connection with its sale to Crocs, Inc. for \$2.5 billion. The acquisition was funded by \$2.05 billion in cash and 2,852,280 shares issued to HEYDUDE's founder. The complexity and cross-border nature of the transaction required extensive collaboration with foreign counsel in Hong Kong, Italy, and other jurisdictions.
- Represented a corporate parent that oversees all of the investments across an insurance platform in its acquisition of a firm specializing in yacht insurance.

### Practice Areas

- Capital Markets & Securities
- Corporate
- Emerging Business & Venture Capital
- Corporate Governance

### Industry Sectors

- Cryptocurrency and Blockchain Technology
- Software
- Retail
- Aviation

### Education

- University of Pennsylvania Law School, J.D., 1995
- Colgate University, B.A., 1991

### Bar Admissions

- Pennsylvania
- Massachusetts
- Florida

### Awards & Honors

- Recipient of the Pittsburgh Venture Capital Association's Impact Award, 2024
- Chambers and Partners USA, 2019-2024
- Best Lawyers in America, 2006-2025
- Lawyer of the Year, Best Lawyers in America, 2024
- Venture Capital Lawyer of the Year in Pittsburgh, Best Lawyers in America, 2021
- Corporate Lawyer of the Year in Pittsburgh, Best Lawyers in America, 2019
- Securities/Capital Markets Lawyer of the Year in Pittsburgh, Best Lawyers in America, 2014
- Mergers & Acquisitions Lawyer of the Year in Pittsburgh, Best Lawyers in America, 2011
- Pennsylvania Super Lawyers "Rising Star," 2005-2007

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- Represented a corporate parent that oversees all of the investments across an insurance platform in its acquisition of a consulting services business.
- Represented Ampco-Pittsburgh Corporation (NYSE: AP), the world's largest producer of rolled steel, in a rights offering through which AP delivered up to 5.5 million shares of its common stock and 12.3 million Series A warrants. The Series A warrants were approved for listing on the NYSE, and the common stock will continue to trade on the NYSE.
- Represented the founder/CEO, as a minority owner, and the management team of the popular streetwear brand Supreme in its acquisition by VF Corporation in a transaction valued at \$2.1 billion, subject to customary adjustments for cash, indebtedness, working capital, and transaction expenses.
- Represented Utz Quality Foods, LLC (NYSE: UTZ) in its business combination transaction with Collier Creek Holdings, a consumer goods special purpose acquisition company (SPAC), to form Utz Brands, Inc. The result of this business combination was that the almost 100-year-old family-owned Utz became a public company. The transaction valued Utz in excess of \$1.5 billion. The business combination was structured as an Up-C transaction.
- Represented Limbach Holdings, Inc. (NASDAQ: LMB), a provider of building infrastructure services, in its 1.8 million share common stock underwritten offering.
- Represented FNCB Bancorp., Inc. -- the holding company for FNBC Bank -- in an underwritten public offering of more than 3 million shares of its common stock for expected net proceeds of approximately \$21.2 million. FNBC offers a full suite of personal, small business, and commercial banking solutions through 16 branch offices in Pennsylvania, located in Lackawanna, Luzerne, and Wayne counties.
- Represented an information governance solutions company in a Series A financing.
- Represented Limbach Holdings, Inc., a building systems and construction engineering company, in a public offering of its common stock valued at \$23 million.

#### ***Venture Capital and Emerging Companies***

- Represented an adhesive gripping and fastening products company in its sale of Series B Preferred Stock.
- Represented Othot, Inc., a provider of advanced analytics software to higher education institutions, in its sale to Liaison International, a student recruitment and admissions management and marketing automation software provider.
- Represented Krise Transportation, Inc., a school transportation services provider, in its sale to an affiliate of Access Holdings Management Company LLC, a Baltimore-based investment firm.
- Represented RobotWits LLC, a Carnegie Mellon University spin-out that developed advanced decision-making, planning, and prediction machine learning and AI technologies for self-driving vehicles, in its sale to Waymo LLC, an autonomous driving technology development company and subsidiary of Alphabet Inc., as part of Waymo's expansion into Pittsburgh.
- Represented DJ Capital Partners, LLC, in its formation, equity financing, and acquisition of substantially all of the assets of DipJar, Inc., a company that develops, offers, maintains, and provides hardware and software for nonprofits and other organizations to accept and process electronic payments.

- Represented a Pittsburgh-based startup that provides advanced analytics software to higher education institutions in a convertible note offering.
- Represented a provider of wellness services to mid-size businesses in its acquisition of a technology-based wellness company to expand its product offerings.
- Represented Pineapple Payments, a payment processing technology company, in its acquisition of substantially all of the assets of AthleteTrax, LLC, a payments-focused software platform serving recreational sports leagues and facilities.
- Represented Pineapple Payments in its acquisition of an independent sales organization's merchant portfolio.
- Represented a private equity sponsor in its acquisition of a leading designer and manufacturer of employee hygiene equipment and related soaps and sanitizing solutions.
- Represented Pittsburgh Knights, LLC, the leading esports franchise and entertainment company in Pittsburgh, in its closing of a venture financing from North Shore Entertainment Works, LLC, an affiliate of the Pittsburgh Steelers.
- Represented an end-to-end population health management firm in its initial phase of a staged acquisition of a direct primary care provider.
- Represented LUMA Institute, LLC, a provider of content and training programs for human-centered design, in its sale to Tactivos, Inc., dba MURAL, a digital workspace and visual collaboration software company. This transaction drew on the experience of the firm's corporate; tax; employee benefits & executive compensation, intellectual property, and technology, privacy & data security attorneys.
- Represented Pineapple Payments in its Series A-1 and B-1 equity financing.
- Represented nanoGriptech, Inc., a Pittsburgh-based startup that manufactures micro-structured dry adhesives and surfaces for various applications, in its \$6 million Series A financing provided by overseas and domestic sources.