



# Seth Popick

## Member

## Pittsburgh

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Seth advises emerging and seasoned companies on issues related to corporate finance and governance. He regularly represents companies from a broad range of industries in public offerings, SEC reporting matters, as well as acquisitions and dispositions.

Seth's representation of clients extends to counseling clients on companies' employee compensation and corporate governance matters. He also has significant experience representing underwriters in public offerings.

Seth began his legal career in the corporate practice of a Silicon Valley law firm where he advised clients on a variety of public offerings and SEC reporting matters.

In recognition for his work, Seth has been named to *Best Lawyers in America* since 2022.

Seth earned a B.S. in industrial and labor relations from Cornell University and a J.D. from Georgetown University Law Center. While in law school, Seth was a legal student observer at the Office of the Inspector General. He also served as a legal intern for the competition (antitrust) team for Google Inc. (now Alphabet).

## Experience

### *Public Companies and Capital Markets*

- 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 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 a global provider of brand solutions, memorialization products, and industrial products in its Rule 144A and Regulation S \$300 million senior notes offering.
- Represented Utz Quality Foods, LLC in its acquisition of Inventure Foods, Inc. in a deal valued at \$165 million. The transaction was completed via a cash tender offer for all outstanding shares of Inventure Foods common stock, followed by a merger of a wholly owned subsidiary of Utz into Inventure Foods pursuant to Section 251(h) of the Delaware General Corporation Law. Inventure Foods will operate as a wholly-owned subsidiary of Utz. Inventure Foods manufactures and sells salted snacks under the brands Boulder Canyon®, TGI Fridays™, Nathan's Famous®, Vidalia Brands®, Poore Brothers®, Tato Skins®, and Bob's Texas Style® and has manufacturing facilities in

## Practice Areas

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

## Education

- Georgetown University Law Center, J.D., *cum laude*, 2013
- Cornell University, B.S., 2007

## Bar Admissions

- Pennsylvania
- California

## Awards & Honors

- Best Lawyers in America: Ones to Watch, 2022-2025

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Arizona and Indiana.

- Represented peer-to-peer lending trailblazer, LendingClub Corporation, in its \$1 billion initial public offering of Common Stock.
- Represented Castlight Health, Inc., a leading provider of enterprise healthcare cloud software, in its initial public offering of Class B Common Stock.
- Represented Adesto Technologies Corporation, Inc., a leading provider of application-specific, feature-rich, ultra-low power nonvolatile memory products, in its initial public offering of common stock.
- Represented Cisco Systems, Inc., a worldwide technology leader in developing and connecting networks, in its \$8 billion Senior Unsecured Note Offering.
- Represented Cisco Systems, Inc., a worldwide technology leader in developing and connecting networks, in its \$5 billion Senior Unsecured Note Offering.
- Represented Amyris, Inc., an industrial bioscience company, in its offering of \$57.6 million aggregate principal amount of its 9.5 percent Convertible Senior Notes.
- Represented JMP Securities, LLC in its role as underwriter to AFC Gamma, a cannabis industry-focused commercial mortgage REIT in connection with its initial public offering. The company raised approximately \$136.6 million by offering 7,187,500 shares, after giving effect to the exercise by the underwriters of their over-allotment option.
- Served as underwriters' counsel to JMP Securities, LLC, a full-service investment banking and asset management firm, acting as sole book-running manager for a \$40 million convertible senior note offering for Western Asset Mortgage Capital Corporation, a diversified mortgage finance REIT.
- Represented JMP Securities, LLC, acting as sole book-running manager, in a re-opened offering of convertible senior notes for Western Asset Mortgage Capital Corporation.
- Represented Alexander Capital, LP in connection with a preferred stock offering, and a follow-on common stock offering, for Ammo, Inc.

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

- Represented an adhesive gripping and fastening products company in its sale of Series B Preferred Stock.
- Represented a technology company focused on advancing waste management using artificial intelligence and robotics in a SAFE investment.
- Represented Life On Air, Inc., creators of the mobile application Meerkat, in a \$14 million financing round.
- Represented a payment processing company in a significant Series E Preferred Stock venture financing.
- Represented a peer-to-peer Bitcoin lending platform in Series Seed Preferred Stock and Series A Preferred Stock venture financings, and provided advice and counsel regarding compliance with federal securities regulatory matters.
- Represented a video technology development and distribution company in a Series A Preferred Stock venture financing.

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- Represented the creator of a cloud software subscription management tool in a Series Seed-1 Preferred Stock venture financing.
- 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.

### ***Mergers & Acquisitions***

- Represented Utz Quality Foods, LLC (NYSE: UTZ) and certain of its affiliates in the \$167.5 million sale of certain assets and brands to Our Home™, an operating company of Better-for-You brands that includes Real Food From the Ground Up®, Popchips®, and Food Should Taste Good® (Our Home). Under the agreement, affiliates of Our Home purchased the Good Health® and R.W. Garcia® brands (including the entities that owned such brands); the Lincolnton, NC, and Litz, Pa., manufacturing facilities; and certain related assets.
- Represented a private investment company for investment in Pennsylvania-based bank securities in an asset sale.
- Represented a publicly traded waste management company in the sale of substantially all of its assets, valued at approximately \$80 million, to a private equity fund.
- 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 a private equity sponsor in its acquisition of a leading designer and manufacturer of employee hygiene equipment and related soaps and sanitizing solutions.
- 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 an end-to-end population health management firm in its initial phase of a staged acquisition of a direct primary care provider.

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