



Larry P. Laubach

Co-Chair, Corporate Practice Group

Philadelphia

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Larry is a nationally recognized corporate attorney, co-chair of Cozen O'Connor's Corporate Practice Group, and vice chair of the Business Law Department. With decades of experience, Larry brings incomparable legal and strategic know-how to every engagement.

He represents large- to mid-cap public and private companies, strategic and financial buyers and sellers, family offices, and other institutional investors in their most critical transactions, focusing on mergers and acquisitions, stock acquisitions and divestitures, and asset purchases and sales. He also has significant experience in venture capital and limited partner investments, private placements, senior and mezzanine financings, corporate governance, general corporate advising, and contractual matters.

Larry regularly closes transactions that range in value from tens of millions to several billion dollars — the operative word being “closes.” Widely known for his zealous advocacy, attention to detail, and pragmatic approach to getting deals done, major corporations often engage Larry during periods of sustained growth because of his demonstrated ability to successfully complete successive acquisitions.

For his work in private practice, Larry has been recognized as a “Most Effective Dealmaker” by *The Legal Intelligencer* and as a “Best of the Bar” by the *Philadelphia Business Journal*. Larry is ranked by Chambers and Partners USA, named to Pennsylvania Super Lawyers and Best Lawyers in America, and listed by the *International Financial Law Review* 1000 as a “Highly Regarded” corporate attorney.

Larry also holds several senior leadership positions within the firm, a testament to his colleagues' high estimation of his experience and judgment. In these roles, Larry is charged with helping to expand corporate offerings, lead strategic planning, and oversee the recruitment, advancement, and promotion of corporate attorneys across the country.

A member of local, state, and national bar associations, Larry is particularly involved in the Title 15/Business Associations Committee of the Pennsylvania Bar Association Section on Business Law, which recommends changes to the corporation, partnership, and related laws of Pennsylvania. He also frequently leads CLE programs on M&A and M&A-related topics.

Larry earned his Bachelor of Arts in accounting from Franklin & Marshall College, *magna cum laude* and Phi Beta Kappa, and his law degree from the University of Pennsylvania, *magna cum laude*, where he was also an editor of the *Penn Law Review* and a member of the Order of the Coif.

Experience

Represented Utz Quality Foods, LLC (NYSE: UTZ) and an affiliate of Utz in their \$19 million sale of two manufacturing plants to affiliates of snack maker Our Home.

Represented Abington Reldan Metals, LLC, a company that reprocesses industrial and electronic waste to extract precious metals for resale, and its affiliated entities in their sale to Sibanye-Stillwater Limited (NYSE: SBSW) (JSE: SSW), a South African company and one of the world's largest gold producers, for

Practice Areas

- Mergers & Acquisitions
- Emerging Business & Venture Capital
- IP Transactions & Licensing
- Corporate
- Private Equity

Education

- University of Pennsylvania Law School, J.D., *magna cum laude*, 1980
- Franklin and Marshall College, B.A., *magna cum laude*, 1977

Bar Admissions

- New Jersey
- Pennsylvania

Court Admissions

- Pennsylvania Supreme Court
- U.S. District Court -- Eastern District of Pennsylvania

Affiliations

- American Bar Association
- Pennsylvania Bar Association
- Association for Corporate Growth, Member

Awards & Honors

- Most Effective Dealmaker, The Legal Intelligencer Professional Excellence Award, 2021
- Chambers and Partners USA, 2013-2024
**This award is conferred by Chambers and Partners. A description of the selection methodology can be found here. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.*
- Best of the Bar, Philadelphia Business Journal, 2019
**This award is conferred by the Philadelphia Business Journal. A description of the selection methodology can be found here. No aspect of this advertisement has been approved by the Supreme Court of New Jersey.*
- IFLR1000, Highly Regarded, 2019-2024
- Smart CEO Magazine's Legal Elite, 2011-2012
- Pennsylvania Super Lawyers, 2004, 2006, 2009, 2011-2013, 2016-2024
**This award is conferred by Super Lawyers. A description of the selection methodology can be found here. No aspect of this*

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\$211.5 million. The sale transaction, which was structured as a locked box transaction, required Hart-Scott-Rodino and CFIUS clearances as well as ITAR filings.

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 Lincoln, NC, and Lititz, Pa., manufacturing facilities; and certain related assets.

Represented Fiduciary Services Group, LLC, whose subsidiary PCS Retirement, LLC is a leading retirement plan recordkeeper focused on the ERISA and non-ERISA markets, in a merger and sale transaction with Lee Equity Partners, a growth-oriented middle market private equity firm.

Represented Steinman Communications in connection with its gift of LNP Media Group, owner of local newspapers and a marketing agency in Lancaster, Pennsylvania, to WITF, a Section 501(c)(3) public media organization, establishing the Steinman Institute for Civil Engagement. The representation involved structuring, negotiating, and documenting all aspects of the transaction.

Represented Axtell's, Inc., an airfield pavement maintenance company, in the sale of its marking and maintenance business assets to Hi-Lite Airfield Services, LLC.

Represented Utz Quality Foods, LLC in its acquisition of a snack food manufacturing facility in Kings Mountain, NC (including an existing building, land, tangible personal property located at the facility, and certain designated contracts) from Evans Food Group Ltd. d/b/a Benestar Brands ("Benestar") and its related affiliates for approximately \$38.4 million. The purchase price was paid via approximately \$10.4 million in cash and the issuance and sale of \$28 million of shares of the Class A common stock of Utz Brands, Inc. to affiliates of Benestar. Utz subsequently registered the resale of those shares.

Represented Shank's Extracts, Inc., a privately held specialty ingredient, flavoring, and food company with bottling and packaging capabilities, in its \$100 million sale to Universal Corporation, a multinational tobacco and other agricultural products processing company, and the sale by a related party of certain real estate to Universal for an additional \$13 million. Shank's has a strong presence within the flavoring, extracts, and bottling marketplace, with significant vanilla expertise. In addition to pure vanilla extract products, Shank's offers a robust portfolio of more than 2,400 other extracts, distillates, natural flavors, and colors for industrial and private label customers worldwide.

Represented Utz Brands, Inc. (NYSE:UTZ) in its \$56 million acquisition of R.W. Garcia Holdings, LLC and certain real estate owned by a related entity. R.W. Garcia Holdings, LLC is a maker of Better-For-You tortilla chips, crackers, and corn chips. The acquisition included manufacturing facilities in Nevada and North Carolina.

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 Hydrofarm Holdings Group, Inc. (NASDAQ: HYFM), a leading hydroponic equipment and supplies manufacturer, in its \$78 million acquisition of all of the membership interests of Field 16, LLC, a manufacturer and distributor of plant nutrients under the Heavy 16 brand, as well as in its acquisition of House & Garden, Inc., Humboldt Wholesale, Inc., Allied Imports & Logistics, Inc., and South Coast Horticultural Supply, Inc. (collectively House & Garden), for \$125 million. House & Garden manufactures

and distributes plant nutrients under the House & Garden and Mad Farmer brands.

Represented Utz Brands, Inc. in its acquisition of the assets related to the Vitner's brand, and related distribution business of Snak-King Corp., for \$25 million.

Represented Sparks Marketing LLC, a trade show exhibit manufacturer and brand experience company, in its acquisition of the assets of 3D Exhibits, Inc. to further Sparks' Midwest geographic expansion strategy.

Represented PCS Retirement, LLC, a leading fiduciary retirement plan record keeper, in its acquisition of the stock of Alliance Benefit Group–Rocky Mountain (ABGRM). ABGRM, with offices in Utah and Colorado, provides a comprehensive and conflict-free retirement plan platform for financial advisors, TPAs, plan sponsors, and participants. The acquisition expands PCS's services in the western United States.

Represented Utz Brands, Inc. (NYSE:UTZ), a leading supplier of salty snacks, in its \$480 million acquisition from Insignia Capital Group, a private equity firm, of Truco Enterprises, LP and from OTB Acquisition LLC of the ON THE BORDER® trademarks for the manufacture, sale, and distribution of snack food products in the United States and certain other international markets. Truco is a leading seller of tortilla chips, salsa, and queso under the ON THE BORDER® brand.

Represented PCS Retirement, LLC, a provider of recordkeeping and other services to retirement plans and their participants, in its acquisition of Aspire Financial Services, as well as in connection with raising the equity and bank financing to fund the purchase price.

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 a subsidiary of Leidos Holdings, Inc., a Fortune 500 information technology, engineering, and science solutions and services company, in its acquisition of substantially all of the assets of IMX Medical Management Services and its affiliated businesses, which provide independent medical evaluations, medical record reviews, and case management.

Represented Utz Quality Foods, LLC in connection with its acquisition of Conagra Brands, Inc.'s direct-store delivery (D.S.D.) snacks business for \$138 million. The business includes Tim's® Cascade Snacks, Hawaiian® Snacks, Erin's®, Snyder® of Berlin, and Husman's® and has manufacturing facilities in Pennsylvania and Washington.

Represented the owners of Pyramid LLC (formerly known as Petroleum Products Corporation) and certain affiliates in their sale of the ownership interests of those entities to Penn Products Terminals, LLC, a wholly owned subsidiary of ArcLight Capital Partners. Pyramid, a midstream oil company, owned and operated a network of 12 storage terminal facilities in Pennsylvania, totaling approximately nine million barrels of storage capacity. ArcLight is a leading private equity firm focused on North American energy infrastructure assets.

Represented Renaissance Food Group, LLC, a wholly-owned subsidiary of Calavo Growers, Inc., an international consumer goods and farm products company, in its acquisition of 100 percent of the equity of SFFI Company, Inc. (d/b/a Simply Fresh Fruit), a processor and supplier of fresh cut fruit.

Represented Utz Quality Foods, LLC in its acquisition of Kitchen Cooked Inc., a manufacturer and distributor of snack foods serving Central Illinois and Eastern Iowa.

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