

## Laura A. Bertin

lbartin@cairncross.com

direct: 206.254.4476

fax: 206.587.2308

### Introduction

Laura focuses her practice on corporate and securities law, where she helps clients navigate the legal intricacies associated with growing and reaching key milestones over the lifetimes of their businesses. Drawing on her deep experience working with clients in all stages of development, Laura serves as corporate counsel to startups, emerging growth companies, and established privately held and public corporations in a wide range of transactions, including angel and venture capital financings (debt and equity), mergers and acquisitions (buy- and sell-side) and public offerings.

Laura also advises companies with respect to corporate governance and compliance with federal and state securities laws and regulations such as the JOBS Act, SEC reporting requirements and other regulatory directives.

Colleagues and clients alike appreciate Laura for her practical, conscientious and friendly approach. Consistent with her focus on long-term client relationships, her core values include responsiveness, timeliness, transparency and accountability.

### Experience & Results

#### ***Representative Mergers, Acquisitions and Other Sale Transactions:***

- Representation of 360 Analytics in connection with its acquisition by O'Brien & Company
- Representation of Alaskan Express Service, Inc. (and its affiliated entities), in connection with its acquisition by American Fast Freight
- Representation of Allegis Communications in connection with its acquisition by Veritext
- Representation of Apposite Technologies in connection with its acquisition by Ranch Creek Partners
- Representation of Austin Canoe & Kayak in connection with its acquisition by Summit Sports
- Representation of Ballard Commercial Industries in its sale to CDI Electronics
- Representation of an equity fund in connection with its acquisition of Bocada
- Representation of Canine Hardware (*Chuckit!*) in its sale to Petmate
- Representation of Chef'n Corporation in its sale to CID Capital
- Local counsel to Churchill Downs Incorporated in connection with its acquisition of Big Fish Games
- Representation of Eastside Distilling in connection with its acquisition of Craft Canning + Bottling

- Representation of Granum Incorporated (dba Choice Organic Teas) in connection with its acquisition by Doh Cup Chai
- Representation of HealthUnity Corporation in connection with its acquisition by ZeOmega
- Representation of Jet City Partners in connection with its acquisition of OmniFAB, LLC
- Representation of Joan Wellman and Associates in connection with its acquisition by Truven Health Analytics
- Representation of Northwest Center Services in connection of its acquisition of Lithtex Northwest
- Representation of nura in connection with its acquisition by Omeros Corporation
- Representation of Orions Digital Systems in connection with its acquisition by Microsoft Corporation
- Representation of Pacific Medicaid Services in connection with its acquisition by Cardon Healthcare Network
- Local counsel to Perion in connection with its acquisition of Smilebox
- Representation of PlayNetwork in connection with its acquisition by Octave Music Group (fka TouchTunes Interactive Networks, Inc.) as well as in connection with various acquisitions
- Representation of Porch.com in connection with its acquisitions of America's Call Center, iRoofing, MovingPlace and Segin Systems
- Representation of Precision Genome Engineering in connection with its acquisition by bluebird bio
- Representation of Seattle Genetics in connection with various acquisitions
- Representation of Seattle Sperm Bank in connection with its capital reorganization
- Representation of Silver Falls Capital in connection with its acquisition of BirdBuffer, CITC Corp., and Omnitec Design
- Representation of the management team of Stratos Genomics in connection with its acquisition by Roche
- Representation of Streamline Marketing in connection with its acquisition by Acceleration Partners
- Representation of the management team of Unify Square in connection with its acquisition by Unisys
- Representation of WatchGuard Technologies in connection with various acquisitions and matters related to its credit financing
- Representation of WRQ in connection with its acquisition by Francisco Partners, Golden Gate Capital, and Thoma Cressey Equity Partners

***Financings:***

- Representation of Athira Pharma in connection with matters related to its Series B financing and initial public offering
- Representation of Cauze (fka One4All) in connection with its Series Seed financing and convertible note bridge financings
- Representation of Eagle Vision Fund in connection with convertible note financings by No-Bake Cookie and AvoLov
- Representation of Grant Peak Capital in connection with the offer and sale of preferred units of Salumi Artisan Cured Meats
- Representation of IdealSeat in connection with its Series Seed financing and convertible note bridge financings
- Representation of I.C.E. Services in connection with an investment transaction
- Representation of Jones Soda in connection with its strategic financing

- Representation of LaserMotive / PowerLight in connection with its Series Seed financing
- Representation of MetaBrite in connection with its convertible note bridge financing and Series A preferred stock financings
- Counsel to NeuralIQ in connection with its financing transactions
- Representation of PlayNetwork in connection with multiple convertible note and preferred stock financings
- Representation of Seattle Certified Pizza in connection with its equity financings
- Representation of several selling stockholders and purchasers in connection with secondary sales of shares of common stock of various privately held companies
- Representation of Tectonic Audio Labs in connection with its convertible note financing and Series C financing
- Representation of Tribute in connection with its convertible note financing
- Representation of Viewpath in connection with its convertible note financing
- Representation of Wind Talker Innovations in connection with its Delaware conversion and Series B financing

***Public Company Experience:***

- Counsel to Jones Soda in connection with its corporate and SEC reporting and compliance matters
- Counsel to BSQUARE Corporation in connection with its initial public offering, various acquisitions, and corporate and SEC reporting and compliance matters
- Representation of certain management of Aptio in connection with SEC reporting and compliance matters
- Special counsel to Eastside Distilling in connection with its follow-on public offering and corporate and SEC reporting and compliance matters
- Counsel to Helix BioMedix in connection with its corporate and SEC reporting and compliance matters, "going private" transaction, debt and equity financings, and debt and warrant tender offer transaction
- Counsel to International Absorbents in connection with its corporate and SEC reporting and compliance matters and its acquisition by Kinderhook Industries
- Counsel to Nextel Partners in connection with its initial public offering, follow-on public offerings, numerous Rule 144A convertible debt and high-yield debt financings, and corporate and SEC reporting and compliance matters
- Counsel to SenesTech in connection with its initial public offering and corporate and SEC reporting and compliance matters
- Counsel to Taggares Agriculture Corp. in connection with its initial public offering filing

## Education

- University of Washington (B.A., Economics and Political Science, *summa cum laude*, 1990)
  - President's Medal (*awarded to graduating senior with most distinguished undergraduate record*); Dean's Medal (1990)
- Harvard Law School (J.D., *cum laude*, 1993)

## Admissions

- Washington

## Honors & Recognition

- Listed in *The Best Lawyers in America*® in Corporate Law since 2016
- Listed in *The Best Lawyers in America*® in Securities/Capital Markets Law since 2016
- Listed in *The Best Lawyers in America*® in Corporate Governance Law since 2024
- Listed in *The Best Lawyers in America*® in Mergers and Acquisitions Law since 2024
- Named on the Washington Super Lawyers list by *Super Lawyers*® Magazine (2003, 2005-2006, 2018-present)
- Recognized as one of the "Top Lawyers" by *Seattle Met Magazine* (2010)
- Martindale-Hubbell AV® Preeminent 5.0 out of 5

## Professional & Community Involvement

- Washington State Bar Association, Business Law Section
- Jubilee Women's Center, Committee Member; Former Board Member and President
- Community Services for the Blind and Partially Sighted, Former Board Member and Chairperson
- Whittier Elementary PTA, Former Board Member

## Publications/Speaking Engagements

- Panelist, "Preparing for the Sale of Your Business"; Surf Incubator Startup Academy, September 2018
- Panelist, New Tech Northwest Mergers and Acquisitions Conference, February and November 2018
- Co-chair, "Taking Advantage of the JOBS Act: New Strategies for Raising Capital for Emerging Companies," May 2012
- Guest lecturer, Economics 423: Topics in Financial Economics - "Securities Regulation," University of Washington, April 2007
- Panelist, The Society for Small Business Development, University of Washington - Business/Corporate Lawyer Panel, February 2007
- Speaker, "Mergers and Acquisitions in Today's Market; Securities Law Issues," The Seminar Group, January 2002