



## Ryan C. Brauer

SHAREHOLDER

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### Services

Public Companies & Capital Markets

Mergers & Acquisitions

Corporate Governance

Private Equity

Artificial Intelligence

Investment Management

Life Sciences

Corporate

Finance & Securities

**Practical. Efficient. Responsive. Ryan knows that understanding your business is the best way he can help you achieve your objectives. Ryan combines nearly two decades of experience with deep and broad knowledge of corporate transactions and the securities laws to help his clients complete a wide range of corporate finance transactions.**

Ryan is Co-Chair of our Mergers & Acquisitions Department, which was recently ranked in the Top 15 among US law firms in Pitchbook's 2020 Annual Global League Tables, based on 2020 deal volume. Ryan has a diverse M&A practice that spans private equity, strategic buy-side and sell-side deals, and he also leads our ESOP M&A team. Ryan also frequently represents emerging companies on growth equity financings, serving as outside general corporate counsel to many of his clients. Ryan previously Co-Chaired our Corporate and Securities Department and continues to represent publicly-traded companies and their boards on SEC reporting and compliance, corporate governance, strategic transactions and financings.

Ryan also represents underwriters and placement agents in equity and debt financings, as well as on FINRA compliance matters.

The majority of Ryan's clients are in the life sciences/healthcare industries, and he also has significant experience representing clients in the energy, software/technology (including artificial intelligence and virtual reality applications), cryptocurrency, media, digital marketing and advertising, industrial manufacturing and restaurant/hospitality industries.

### Experience

- Represented Celcuity Inc. (NASDAQ: CELC) on its initial public offering (IPO)
- Represented Craig-Hallum Capital Group, LLC as underwriter on the IPO of Miromatrix Medical, Inc. (NASDAQ: MIRO)
- Represents publicly-traded corporations on SEC compliance and corporate governance matters
- Represented AGA Medical Holdings, Inc. in its sale to St. Jude Medical, Inc.
- Represented Dougherty & Company LLC as underwriter on follow-on common stock offering by Diversified Restaurant Holdings, Inc.

- Represented Craig-Hallum Capital Group, LLC as underwriter on follow-on common stock offering by Datalink
- Represented Titan Machinery Inc. in its initial public offering and two follow-on offerings
- Represented a publicly-traded data storage value-added reseller in a 144A convertible debt offering, a \$110 million convertible subordinated notes exchange offer and a \$50 million acquisition of privately-held target
- Represented local assisted-living facility in \$5 million private placement of LLC interests
- Represented durable medical products manufacturer in its initial public offering
- Represented local software-as-a-service company in \$90 million sale transaction
- Represented local filtration device manufacturer in \$225 million sale transaction
- Represented publicly-traded wind energy components manufacturer in numerous acquisitions and securities financing transactions
- Represented local medical device manufacturer in a \$3 million convertible debt offering
- Represented local software company in \$3 million venture capital preferred equity investment
- Represented local software company in \$15 million minority investment in preferred equity
- Represented a leading boutique investment bank in its sale to BMO Capital Markets
- Represented Incisive Surgical, Inc. in its sale to Cooper Surgical, Inc.
- Represented more than 100 sellers with transaction sizes from \$5 million to \$1.3 billion, in a wide variety of industries, and with the buyers being leading strategic and financial buyers for mid-market and lower mid-market companies

## Credentials

### Education

- University of Minnesota Law School, J.D., 2003, *cum laude*
- University of Nebraska, B.J., News-Editorial, 1999, *cum laude*

### Admissions

- Minnesota, 2003

## Recognition

- *Minnesota Lawyer* POWER 30 Top M&A Attorney, 2023

- *The Best Lawyers in America*, Corporate Law, 2021-present
- *The Best Lawyers in America*, Mergers and Acquisitions Law, 2022-present
- *Chambers USA: America's Leading Lawyers for Business*, Minnesota—Capital Markets: Debt & Equity, 2022-present
- *Chambers USA: America's Leading Lawyers for Business*, Minnesota—Corporate/M&A, 2020-present
- *Chambers USA: America's Leading Lawyers for Business*, Minnesota—Up and Coming: Corporate/M&A, 2019
- North Star Lawyer, Minnesota State Bar Association, 2012-2014
- Rising Star, *Minnesota Super Lawyers*, 2009-2010
- Nebraska Cornhuskers National Championship football team, Linebacker, 1995

## Civic & Professional

### Professional Activities

- *Minnesota Law Review*, Managing Editor, 2002-2003; Staff Member, 2001-2002

## News

Firm News | 06.01.2023

Fredrikson Recognized by 2023 Chambers USA

Firm News | 01.26.2023

Six Fredrikson Shareholders Among *Minnesota Lawyer's* POWER 30 M&A Attorneys

Firm News | 06.02.2022

Fredrikson & Byron Recognized by 2022 Chambers USA

Firm News | 05.20.2021

Fredrikson & Byron Recognized by 2021 Chambers USA

## Legal Updates

Legal Update | 09.01.2013

Insider Trading: What Public Companies Should Know Now

## Publications & Presentations

Panelist, *M&A 2021: What to Expect After the Pandemic*, Fredrikson & Byron Webinar, April 28, 2021

Panelist, *Agency Valuation and M&A Cycles: The Unspoken Impact on the Business and its Employees*, AdFed Program, July 27, 2017

*Investor Relations Website Best Practices*, NIRI Virtual Chapter Webinar, January 2014

*IPO Readiness: Legal Issues*, Blueprint for IPO Success Roundtable, May 2013

*Going and Being Public*, The Collaborative Growth Series, May 2011

*E-Proxy Rules Now Effective for All Public Companies*, April 2009

“Smaller Company Reporting Rules: Impact on 2008 Form 10-K and Proxy,” *FredNEWS: Corporate & Securities*, February 2008, and *FredNEWS: Business*, April 2008

*NASDAQ Introduces New Market Structure*, Fredrikson & Byron’s Business Focus Newsletter, November 2006