Gene Schleppenbach

Principal

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703 610-8623

Education

George Washington University (J.D., 1981)

University of Nebraska (B.A., 1978)

Bar Admissions

District of Columbia, 1981

Virginia, 1983

Gene Schleppenbach represents clients ranging from early-stage to Fortune 500 companies across multiple industries on corporate, finance and technology matters.

His corporate experience includes representing clients on mergers and acquisitions (domestic and international), restructurings, securities regulation issues, entity formation and structure issues, corporate governance, shareholder agreements, partnership and LLC matters, joint ventures, commercial contracts, debt and equity financings, including private equity, venture capital and angel financings, employee stock option plans and executive compensation agreements.

Gene advises companies of all sizes in the defense, intelligence, technology and professional services sectors on a variety of government contract/procurement issues and on numerous mergers and acquisitions, including conducting due diligence, negotiating and drafting transaction documents, arranging for novation of contracts, and obtaining regulatory approvals. His experience includes advising multi-national domestic and foreign companies through the various statutes and regulations that impact foreign investment in the United States, including Exon-Florio and industrial security regulations. He also counsels clients on prime and subcontracts, teaming agreements and joint ventures.

Gene also represents clients on a wide range of technology and commercial contract matters, including cloud services and SAAS agreements, software development, licensing, support/maintenance and distribution (VAR and re-seller) agreements; systems integration agreements; and outsourcing agreements.

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Representative Matters

- DivvyCloud Corporation in multiple rounds of financing (convertible debt and Series A/A-1 Preferred) of over $30 million and a sale to Rapid7 Inc., a public company, for $145 million.
- A leading regional water restoration, mitigation and mold remediation service provider in a sale to North America's largest disaster recovery and restoration provider for commercial enterprises.
- Numerous government contractors in the defense, intelligence, technology and professional services sectors in equity financings and buy and sell-side M&A transactions.
- An award-winning Cloud financial solutions and services company in its sale to an international Cloud-based provider of integrated digital human capital and business solutions.
- A multi-national equipment supply company in the spin-off of its North American operations.
- A German communications company in multiple rounds of financing from the venture arm of a leading multinational telecommunications company.
- A Virginia venture fund (VIPC) in numerous (between 20-30 per year) financing transactions (convertible debt, SAFE, seed and venture capital) and strategic transactions (conversions, sales and M&A).
- A multi-national company in the negotiation of a purchase agreement to acquire a $3 billion U.S. construction and services company with highly classified government contracts, including providing advice and counsel on: preparing for and obtaining Exon-Florio clearance; preparing a FOCI (foreign ownership, control and influence) mitigation plan to enable the foreign-owned company to perform classified contracts; restructuring $400 million in debt and over $1 billion in bonding commitments.
- A medical imaging company in a restructuring and multiple rounds of venture financing, including a $6.5 million dollar Series B financing by a major venture capital company and the affiliate of a prominent medical research institution.
- A venture capital fund in a Series B financing of a streaming media company.

MILES & STOCKBRIDGE

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Representative Matters (Cont.)

- A network router manufacturing company in multiple rounds of seed and venture investment, including a restructuring.
- An instant message forwarding company concerning transfer of patent and related technology to the company, as well as establishing a strategy for protecting and licensing the company's technology on a going-forward basis.
- An online publisher in an equity and mezzanine debt financing, restructuring and sale of assets.
- A broadcast radio company in over $40 million of acquisitions, including debt and equity financing, in a roll-up acquisition strategy.
- A broadcast radio company in the negotiation and drafting of an asset purchase agreement to acquire a cluster of radio stations for $15 million.
- Several government contractors with respect to subcontracts and teaming agreements and contract disputes, both with the government and prime contractors.
- IT, biotech, pharmaceutical and medical instrumentation companies on a wide variety of commercial intellectual property issues, including establishing IP protection strategies, establishing IP licensing and transfer strategies, negotiating and drafting patent and software licenses, negotiating and drafting research and development agreements and drafting appropriate employee IP assignment/non-disclosure/non-compete agreements.
- A major concessionaire concerning multiple concession contracts with the National Park Service; including a $1.5 billion contract for hotel and food service concessions in Yosemite Park.
- A major multi-national corporation on a series of acquisitions of U.S. government contractors, including due diligence on the government contractors, contract novations, clearance of Exon-Florio and establishment of FOCI mitigation plan.