



## Megan Gess

Partner

[megan.gess@haynesboone.com](mailto:megan.gess@haynesboone.com)

Orange County

+1 949.202.3011

**PRACTICES** Corporate, Mergers and Acquisitions, Food, Beverage and Restaurant, Technology Mergers and Acquisitions, Private Equity, Technology, Healthcare and Life Sciences, Healthcare Transactions and Regulatory, Life Sciences, Emerging Companies and Venture Capital, Capital Markets and Securities

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Megan Gess has extensive experience advising companies on sophisticated M&A, corporate governance, private equity, securities and commercial transactions. Megan's experience spans a broad range of industries, including food and beverage, financial services, technology, healthcare and life sciences. Megan enjoys learning about her client's challenges and goals and collaborating with them to find creative solutions to complex issues.

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## QUALIFICATIONS

### EDUCATION

- J.D., Loyola Law School Los Angeles, 2001, *cum laude*, Order of the Coif
- B.A., University of California Davis, 1996, *cum laude*

### ADMISSIONS

- California
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## SELECTED CLIENT REPRESENTATIONS

- Represented Booker Vineyard & Winery (Booker) in a minority investment by Constellation Brands, Inc. (NYSE: STZ and STZ.B) (Constellation), a leading international producer of wine, beer, and spirits, and then a subsequent sale of the remaining ownership of Booker to Constellation
  - Represented Buttonwood Farm Winery in its sale to Gleason Family Vineyards, an independent, family owned and operated group of brands in the wine industry
  - Represent CoreLogic (NYSE:CLGX) in numerous add-on acquisitions and divestitures in the SAAS technology space
  - Represented Loomly in its sale to a subsidiary of ASG
  - Represented a world leading plumbing manufacturer in the acquisition of a remodeling business
  - Represented LogicEase Solutions Inc. in the sale of its equity interests to TechEssential, LLC
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# HAYNES BOONE

- Represented HD Nursing LLC affiliate, Health Sense Ai Inc., in its acquisition of Prevention Plus LLC
- Represented Fresh Innovations in its sale to Arable Capital Partners
- Represented a nutrition company in its sale to Piping Rock Health Products
- Represented Mother's Market & Kitchen in its sale to Mill Road Capital
- Represented Charles Smith Wines in the sale of certain of its brands to Constellation Brands
- Represented Ste. Michelle Wine Estates in its acquisition of Patz & Hall Winery
- Represented St. Supery Estate Vineyards & Winery in its sale to Chanel
- Represented J Vineyards & Winery in its sale to E. & J. Gallo Winery
- Represented Ole Smoky Moonshine in its sale to Center View Capital
- Represented RSI Home Products in an investment by Onex Corporation (TSX: OCX) for \$318 million and in its acquisition of Continental Cabinets, Inc.
- Represented Western Digital (NYSE: WDC) in its acquisitions of HOYA Corporation for \$233 million and Hitachi, Ltd. for \$3.4 billion
- Represented publicly traded private equity fund American Capital, Ltd. (Nasdaq: ACAS) in multiple, complex leveraged buyouts of privately held companies and in subsequent dispositions of portfolio companies to other private equity funds and to publicly held strategic buyers
- Represented Napster in its sale to Best Buy for \$121 million
- Represented Arcot Systems in its acquisition by CA, Inc. (Nasdaq: CA) for \$200 million
- Represented Caltius Equity Partners in its growth capital investment in Vision Internet Providers
- Represented Like.com in its sale to Google for \$99 million
- Represented privately held Chinese genomic research institute in an all cash tender offer for publicly held life sciences company

*Some of the above representations were handled by Megan prior to joining Haynes and Boone.*