



# KAREN J. BALDERAMA

Attorney

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Oakland, California

Karen represents corporate and individual clients in complex corporate transactions, as well as general business and securities matters. Her practice involves mergers and acquisitions, representing both buyers and sellers, and venture capital transactions, representing both investors and portfolio companies. Karen's practice also involves private equity investments, private placements, and corporate restructurings.

Karen regularly advises clients on issues involving entity selection and formation, corporate structuring, corporate governance, shareholder agreements, buy-sell agreements, employment and non-competition/non-solicitation agreements, intellectual property, and business contracts. She works with clients ranging from family-owned businesses and professional offices to start-up and other small or mid-sized privately held companies in a wide variety of industries, including food and beverage, cannabis, manufacturing, technology, real estate, construction, and professional services.

## EDUCATION

- J.D., Georgetown University Law Center
- B.A., University of California, Berkeley

## AREAS OF PRACTICE

- Business & Finance

## REPRESENTATIVE CASES

- Represented kombucha company in the acquisition by a national beverage company of a majority stake in the company.
- Represented company in a \$13.6 million construction loan and \$12.8 million mezzanine loan financing.
- Represented dog day care business in the sale of substantially all assets.
- Represented majority stockholder in \$5.2 million sale of stock in hotel management company.
- Represented experience marketing company in sale of substantially all of its assets to international communications company.
- Represented a vertically-integrated licensed California cannabis company in its \$15 million Series A Preferred Stock offering.

- Represented lead investor in a \$3.8 million Series A Preferred Stock financing of a manufacturer of outdoor gear.
- Advised a Canadian public company on due diligence and licensing matters in its \$30 Million acquisition of a California cannabis manufacturing and distribution company.
- Advising fair trade clothing retailer in its \$2.2 million Series B Preferred Stock offering.
- Represented lead investor in a \$3.8 million Series A Preferred Stock financing of a manufacturer of outdoor gear.
- Advised agricultural company in private placement offerings of membership interests to purchase agricultural land in the Central Valley.
- Represented kombucha company in its \$7 million Series B Preferred Stock and Convertible Note financing.
- Represented fair trade and organic chocolate company in its \$29 million acquisition by a private equity firm.
- Represented fabrication company in its \$31 million acquisition by a private equity firm.
- Represented a provider of online economic development solutions in its \$10 million acquisition by a leading provider of online business services.
- Represented an online journal for credit and finance professionals in its merger with a leading provider of credit reporting services to mortgage brokers.
- Represented the manufacturer of natural organic fruit snacks in its acquisition by a leading national natural foods company.
- Represented a research and design company providing consulting services to philanthropic organizations in its acquisition through a sale of all assets to a firm providing philanthropic and investment consulting services.
- Represented an e-commerce and direct marketing company in its acquisition by one of the country's largest retailers of fabrics, crafts and home decorating supplies.
- Represented a software company providing customer data integration and master data management services in its \$48 million acquisition by a public company that compiles, manages and provides business information to investors.
- Represented a semiconductor company in its \$58 million acquisition by a private equity firm.
- Represented a software services company in the acquisition of one of its European subsidiaries.
- Represented a large multinational developer of networking equipment in its acquisition of a subsidiary of a large telecommunications company.
- Represented a provider of rail freight services in the Central Valley in its acquisition by the largest privately held rail services company in North America.

## AWARDS AND HONORS

- *Northern California Super Lawyers Rising Stars®*, 2013-2017

## ARTICLES AND PRESENTATIONS

- Author, "Acquiring a Food Company: 4 Ways to Know if It's the Right Fit; 4 Tips to Ensure a Smooth Transaction," *Food Manufacturing*, February 20, 2019
- Author, "California Edibles Rules: What's in those brownies?" *Marijuana Venture*, July 26, 2018

## PROFESSIONAL AND COMMUNITY ACTIVITIES

- Member, Alameda County Bar Association
- Member, Naturally Bay Area

## ADMISSIONS

- California