

LAWYER BIOS

Lowenstein Sandler



Raymond P. Thek

Partner

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Vice-Chair, Tech Group

Although innovation is not Ray Thek's only passion, it certainly is the one that most drives his career. Ray sees innovation as "the engine behind 10,000 years of human development," and he sees his role as keeping that engine well-fueled.

Ray is a deal lawyer who focuses on financings and exits for companies whose core assets are intellectual property. From start-ups to major corporations, he helps companies and investors identify, finance and monetize the technologies, processes, products and brands that will create the most value for them. This inevitably brings him into close and frequent contact with the entrepreneurs whose innovations so excite him.

Ray likes to work with investors to spot companies at their earliest possible stage, often when there's nothing to see but an entrepreneur with a bright idea. From there, he advises the investors or founders on every facet of the development and financing of the business. He helps them build relationships with customers and strategic partners, and when the company matures to the point where it attracts buyers, he helps his clients plan for an orderly and successful exit.

He also works on the buy side, helping established companies of all sizes target and acquire other companies that are a good fit with their strategic objectives. He helps them think through the required characteristics and then spots the companies that possess them.

An angel investor in his own right, Ray is co-founder of FirstGrowthVC, which provides mentoring and peer group networking for high-potential tech entrepreneurs; co-founder and COO of GrapeArborVC, an angel investor group that advises and provides financial backing to promising tech start-ups; and is on the Executive Committee of AngelVineVC, a networking program that regularly brings together seed-stage investors and

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RELATED AREAS

Capital Markets &
Securities
Corporate
Life Sciences
Mergers & Acquisitions
The Tech Group
Venture Capital, Angel
Investing, and M&A

EDUCATION

Yale Law School (J.D. ,
1986) , *Director, Yale
Law and Technology
Association and the Yale
Federalist Society*

Boston University (B.A. ,
1983) , *magna cum laude*

BAR ADMISSIONS

New York

New Jersey

AFFILIATIONS

- AngelVineVC --
www.angelvinevc.com
 - Executive Committee
- Commercialization Center
for Innovative Technologies
 - Advisory Board Member
- New Jersey Business
Incubation Network
 - Counsel and Member
- NJIT-Enterprise
Development Center
 - Advisory Board Member
- Guest Lecturer, Goergen
Entrepreneurial
Management Program,
University of Pennsylvania,
The Wharton School
- Guest Lecturer, Columbia
Business School
- National Venture Capital
Association
 - Patent Group Advisory

entrepreneurs to build the ecosystem in and around New York City.

In all these roles, Ray's fondness for innovators and their innovations is palpable. His clients think of him as a problem solver and a creative deal maker who thinks — and lives — outside the box.

Ray describes himself as an avid reader of the classics, an “insane, maniacal hockey fan from the age of four” and a Civil War buff who has been to Gettysburg seven times.

Board Member

- NJTC
 - Member of the Board of Directors
- Edison Innovation Program
 - Advisory Board Member
- NJ All Stars
 - Board Member

PUBLICATIONS

NO PAIN - NO GAIN: Five Arguments Not to Have With Your Mezzanine & Late Round VC
LifeSciTech, Q4 2005
Raymond Thek, Eric H. Sillman

Lowenstein Sandler: Heads Into New Frontier, Picks Up the Stem Cell Gauntlet
New Jersey Business, June 2005
Raymond Thek, Gary Friedman, MD

New Jersey Takes Leadership Position in Stem Cell Research and Commercialization
New Jersey TechNews, June 2004
Raymond Thek, Gary Friedman, MD

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PRESS MENTIONS

In a *San Francisco Chronicle* article, FirstGrowthVC, founded by Ed Zimmerman, Kathi Rawnsley and Raymond P. Thek, is highlighted for giving the New York venture capital community access to talent, fellow entrepreneurs, venture capitalists and angel investors. , *San Francisco Chronicle*, *Business Insider* , July 7, 2010

Raymond P. Thek discusses New Jersey's leadership position in stem cell research and funding and addresses the legal community's expanding role in the field. , *The Star Ledger* , March 19, 2006

Raymond P. Thek discusses recent trends in biomedicine and the industry's effect on diagnostic imaging instrument manufacturers. , *Chemical & Engineering News* , July 25, 2005

Lowenstein Sandler



Kathi A. Rawnsley

Partner

California

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As a start-up specialist who has nurtured dozens of fledgling companies through their early stages, Kathi Rawnsley sees her job as part lawyer and part coach. Many of her clients are entrepreneurs dealing with new and often unfamiliar challenges. In helping them work through the myriad complexities of founding a technology company — many with legal implications — she regularly finds herself answering questions such as "Is this normal?" "Is that right?" and "What do you suggest?"

Kathi's background makes her amply equipped to answer these questions. Before joining the firm, she served as regional counsel (and for a short while, acting general counsel) of Intel Capital — the venture capital arm of the technology giant and one of the world's most active venture investors — where she played a key role in substantial investments in a wide range of start-ups.

Steeped in the no-nonsense business culture of Silicon Valley, Kathi understands entrepreneurs and the pressures they face. She knows from long experience that the company is their "baby" and that their roles change once they accept outside investors. From that point on, they are in the unfamiliar position of having board members to whom they must answer — and Kathi is adept at helping them make the adjustment so they can work effectively in their new circumstances. She helps with their financing. She negotiates their contracts. She helps them think through issues related to building a team, growing beyond Beta and putting together scenarios around an eventual exit. Kathi is also an active player in the start-up community. She was a co-founder of FirstGrowthVC, which provides a formal mentoring program and peer group for high-potential tech entrepreneurs.

Kathi believes in collaborative — as opposed to adversarial — lawyering. To her, winning every last point is less important than reaching a solution that results in a win for everyone. A large number of now-successful companies have received the benefits of this approach.

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RELATED AREAS

Corporate
The Tech Group
Venture Capital, Angel
Investing, and M&A

EDUCATION

Santa Clara University
School of Law (J.D. ,
1995) , *cum laude*

University of Vermont (
B.A. , 1988)

BAR ADMISSIONS

California

AFFILIATIONS

- Juvenile Diabetes Research Foundation in Silicon Valley, Board Member
- Silicon Valley Walk to Cure Diabetes, Chair
- NVCA Model Legal Documents Annual Meeting, Co-chair
- CFO/In-House Counsel track, NVCA Annual Meeting, Co-organizer

Lowenstein Sandler



Peter H. Ehrenberg

Partner

New York, New Jersey

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Chair, Corporate Department

Peter Ehrenberg is the kind of hands-on, always-reachable lawyer who literally takes his clients' problems home with him — "I'd rather have them call me on a Friday evening than let them worry all weekend." An experienced corporate lawyer who spends most of his time on M&A, securities transactions and corporate governance, Peter is valued by clients for his common sense, his uncommon accessibility and his tendency to take their issues personally.

Peter looks at transactions as a "chess match," in which he needs to be several steps ahead of the other side at all times. In each deal, while there may be dozens of alternatives to weigh — some riskier than others — Peter is particularly adept at narrowing them down to the two or three that really matter and negotiating accordingly.

His clients count on him to know what they can expect in each situation — or in his words, "What do people usually ask for, and what do they usually get?" His ability to answer from his wide range of experience, coupled with his unusually caring attitude, goes a long way toward explaining why so many of these clients stay with him for the long term — some for decades, some through multiple companies and positions — which he finds especially gratifying.

REPRESENTATIVE ENGAGEMENTS

Representing Lakeland Bancorp (NASDAQ: LABI) in the pending acquisition of Harmony Bank.

Represented Blue Bird Corporation, a portfolio company of Cerberus Capital Management, L.P., as securities counsel in Blue Bird's business combination with Hennessy Capital Acquisition Corp. and the launch of Blue Bird as a public

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Capital Markets &
Securities
Corporate
Governance &
Compliance
Mergers & Acquisitions
Transactions & Advisory
Group

EDUCATION

Yale Law School (J.D. ,
1973) , *Editor, Yale Law
Journal*

Trinity College (B.A. ,
1969) , *Phi Beta Kappa*

BAR ADMISSIONS

New York

New Jersey

District of Columbia

COURT ADMISSIONS

1973 , U.S. Court of
Appeals, Federal Circuit

AFFILIATIONS

- American Bar Association



Siegmar Pohl

Partner

SAN FRANCISCO

T +1 415 743 2201

Dr. Siegmar Pohl specializes in cross-border transactions, with a particular knowledge of US and German law. Siegmar is uniquely qualified to address the differences between business cultures, legal systems and languages that can make cross-border transactions challenging. He has extensive experience facilitating corporate deals with multinational elements – including M&A, joint ventures, formation, and venture capital – with a strong focus on crossborder intellectual property and technology issues.

RELATED SERVICES

Corporate | Mergers & Acquisitions

About

Siegmar’s practical approach to analyzing and addressing complex legal issues brings important perspective to deals involving multiple jurisdictions. His ability to move seamlessly between US and German codes has added significant value to negotiations, not just in the US and Germany, but in Switzerland, Sweden, Denmark, Austria, Singapore and Japan, as well. He understands the concepts being raised on each side of the table, understands the “legal culture” behind them, and proposes solutions that bridge the divide.

With his strong grounding in technical fields – especially in technology law – Siegmar is notably adept at formulating and implementing strategies for the protection and handling of intellectual property (patents, trademarks, trade secrets and copyrights) across jurisdictions. Siegmar also has particular experience dealing with transaction involving technology assets and multicultural negotiation.

Experience



Gretchen A. Ramos

Partner

SAN FRANCISCO

T +1 415 743 2576

Gretchen Ramos, CIPP/US, CIPP/E, is an aggressive litigator with a long track record in complex commercial disputes. In addition to her prodigious legal skills, Gretchen brings a direct, no-nonsense approach to client service, and uses her creativity to simplify matters for in-house counsel with dozens of other cases – and little time – on their hands.

RELATED SERVICES

Litigation | *Commercial Litigation* | *Data Privacy & Cybersecurity* | *Insurance*

About

Gretchen is known for her ability to get to the heart of any dispute. She can quickly identify the key issues, eliminate the extraneous ones and draw out a strategic roadmap that is both cost-effective and likely to succeed. Litigation is never an end in itself, and she will not hesitate to advise her clients if a case should be settled early. In addition to her extensive insurance coverage work, she has litigated cases involving bad faith, breach of contract, breach of fiduciary duty, class actions, intellectual property, misappropriation, trade secret/unfair competition and unfair business practice claims. She has tried numerous cases to verdict, where appropriate. In addition to her litigation experience, Gretchen counsels companies on three continents in the rapidly growing field of privacy and data security. A Certified Information Privacy Professional in both the US and Europe, she is also thoroughly knowledgeable on data protection laws in Asia Pacific. She advises clients on a wide range of compliance issues, making sure policies and procedures are in place both to protect against data breaches and to deal with them should they occur, and to make sure clients have sufficient security in place to protect the data and support the privacy policies. Gretchen has published numerous articles and is frequently invited to speak on privacy and data security issues.

Her insurance coverage experience means she can advise clients on the new types

of cyber liability policies now being issued. Gretchen is well-positioned both to assess the scope and language of these new policies, and to litigate for or against them.

Gretchen served as a Law Clerk for US District Court of the District of Nevada and was a full-time Judicial Extern for the Honorable Anne E. Thompson, US District Court for the Eastern District of New Jersey. She is currently a member of the International Association of Privacy Professionals, National Association of Insurance Women (NAIW), the American Bar Association's Insurance Practice section and the Bar Association of San Francisco. Gretchen holds a 4th degree black belt in sword (Kwan Um Do Kwang), and a 1st degree black belt in karate.

Experience

- Counseling large corporation with operations in several Asian countries to create comprehensive privacy and data security program.
- Advising on various issues relating to vendor agreements.
- Advising companies on new and evolving data protection and privacy laws in the EU and Asian countries, and counseling on the application of these laws to new products, services and applications.
- Assisting numerous companies in handling all matters relating to data incidents where personal information was accessed by unauthorized computer hackers, including attorney general and other law enforcement notifications, and customer notifications.
- Counseling various clients on advertising and consumer litigation issues, including Telephone Consumer Protection Act issues.
- Advising US multinational corporations on international data transfers between Europe and the US, including drafting of data transfer, safe harbor and data processing agreements.
- Manage security teams to ensure security support privacy policies and procedures.
- Providing guidance to companies on cyber liability coverage issues and handling coverage disputes that arise with insurers.

Reported Decisions

- *Ferro Corp. v. Cont'l Cas. Co.*, No. 1:06CV1955, 2008 U.S. Dist. LEXIS 108010, 2008 WL 5705575 (N.D. Oh. Jan. 7, 2008) – Federal court granted insurer's motion to stay bad faith discovery, noting that the defendant's "communications relating to the bad faith issue are interrelated with coverage issues."
 - *Continental Ins. Co. v. Garlock Sealing Technologies, LLC*, (2005) – Appellate
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