J. Bradley Boericke

Partner

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Brad helps clients find creative approaches to complex financing transactions. Clients value his proactive counsel as well as his ability to spot and minimize a range of potential risks.

OVERVIEW

Brad represents clients in complex financing transactions, including leveraged acquisition financing, securitization, and other structured financing. He also represents clients in international trade finance, restructurings, and debtor-in-possession (DIP) financing. Clients turn to Brad for counsel on other corporate and transactional matters, including equity capital markets.

His clients include companies involved in the retail, technology, energy, industrial, metals, construction, manufacturing, and auto sectors. He also represents commercial and investment banks, private equity sponsors, and other lenders.

Brad keeps clients current on matters, including new proposed rulemaking set by the Financial Accounting Standards Board (FASB), the U.S. Congress, and the IRS that may impact their business and strategy.

REPRESENTATIVE MATTERS

Debt Financing

- Represented Unisys Corporation (NYSE: UIS) in its $135 million asset-based revolving credit facility with JPMorgan Chase acting as administrative agent, secured on a first priority basis by certain assets of Unisys Corporation and the subsidiary guarantors consisting primarily of the U.S. trade accounts receivable of Unisys, and secured on a junior basis to Unisys' first and second lien secured notes by the other assets of Unisys and the subsidiary guarantors (other than certain excluded assets).
- Represented PSC Industrial Outsourcing in financing for its acquisition of Aquilex Hydrochem consisting of (i) a $430 million first lien term loan B, (ii) a $140 million second lien term loan, and (ii) a $75 million asset-based revolving credit facility, with Goldman Sachs and Jeffries Finance as joint lead arrangers.
- Represented Unisys Corporation in a $440 million 144A issuance of 10.750% senior secured notes (secured; 144A for life).
- Represented a leading privately held, vertically integrated construction materials supplier and heavy/highway construction contractor in Pennsylvania and western New York in connection with its $105 million asset-based

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revolving credit facility led by PNC Bank, N.A.

- Represented Henniges Automotive Holdings, Inc., a portfolio company of Littlejohn & Co., in a $265 million term loan B credit facility with Barclays Bank PLC, as administrative agent and the other lenders party thereto and as borrower in a $50 million asset-based revolving credit facility with Barclays Bank PLC, as administrative agent and the other lenders party thereto.
- Represented a leading privately held, vertically integrated construction materials supplier and heavy/highway construction contractor in Pennsylvania and western New York in connection with its $450 million secured term loan B led by KKR.
- Represented AMG Advanced Metallurgical Group N.V. (AMS: AMG) and its subsidiaries as lead global counsel in connection with its credit facilities comprised of a $100 million term loan facility, a €50 million term loan facility, and a $220 million multicurrency revolving credit facility, including obligors and collateral in Belgium, Brazil, England, France, Germany, the Netherlands, and various U.S. states.
- Represented Destination Maternity Corporation (Nasdaq: DEST) in connection with its $32 million asset-based term loan B facility led by TPG Specialty Lending, Inc. and $70 million asset-based revolving credit facility led by Wells Fargo Bank, N.A.
- Represented First Niagara Bank, N.A. as agent in connection with project-level construction and term loan financing for a solar power developer targeting principally big-box commercial enterprises and municipalities, consisting of a $45 million revolving construction loan facility and a $66 million term loan facility (plus $6 million accordion), including intercreditor arrangements with tax equity provider and senior secured developer-level financing provider.
- Represented GSE Environmental, Inc. in its asset-based revolving credit facility comprised of a $40 million U.S. facility and a $10 million German facility with Bank of America, N.A. as agent.
- Represented C&K Holdings, Inc. as borrower in its financing for a dividend recapitalization consisting of a $72.741 million term loan B and $10 million revolving credit facility.
- Represented Littlejohn & Co. in connection with financing for its leveraged acquisition of PSC Industrial Outsourcing consisting of (i) a $180 million first-lien term loan B facility with BNP Paribas, as administrative agent, and the lenders party thereto (ii) a $45 million revolving credit facility with BNP Paribas, as administrative agent, and the lenders party thereto, and (iii) a $45 million second lien term loan facility with BNP Paribas, as administrative agent, and the lenders party thereto.
- Represented a seller and financer of used automobiles in connection with (i) its floor-plan inventory financing, (ii) its syndicated asset-based revolving credit facility backed by consumer installment sales paper and (iii) structured term financings backed by a segregated pool of consumer installment sales paper.
- Advised a major U.S. bank in connection with a $2.5 billion bespoke structured liquidity repurchase facility to a Danish bank.
- Advised a private equity sponsor in connection with the acquisition financing for a niche card processing unit of a major U.S. bank, and subsequent representation of the private equity sponsor and portfolio company in replacement financing comprised principally of an accounts receivable securitization facility.
- Represented Advent International, Inc. on financing of leveraged acquisition of Boart Longyear division from AngloAmerican, including assets in Australia, South Africa, Germany, Netherlands, Canada, United Kingdom, Republic of Ireland, and the U.S.
- Counseled an Irish investor group in connection with financing for its controlling investment in the St. Regis Hotel, Washington, D.C.
- Represented Wells Fargo Bank, National Association in connection with various bi-lateral term loans to financial institutions in Korea and Japan.
- Represented a market leader in the energy drinks sector in connection with a $450 million secured 144A issuance (secured; 144A for life).
- Represented a leading privately held construction materials supplier and heavy/highway construction contractor in Pennsylvania and New York in a $265 million offering of 13% senior secured notes due 2018 (secured; 144A with registration rights).
- Represented a leading privately held construction materials supplier and heavy/highway construction contractor

in Pennsylvania and New York in a $250 million offering of 11% senior notes due 2018 (unsecured; 144A with registration rights).

Corporate and Transactional

- Advising an issuer on U.S. securities law aspects of issuance of AIM-admitted ordinary shares with private placement in the U.S.
- Advising NOMAD on U.S. securities law issues in connection with secondary offering of ordinary shares for an AIM company.
- Advising a growing London-based investment banking firm in connection with revisions to its ownership and management structure.

AWARDS

- *Chambers USA*: Banking & Finance, Pennsylvania: Philadelphia (2021-2026)
- *Best Lawyers in America*®: Banking and Finance Law (2026-2027)
- *Legal 500 United States:* Finance: Commercial Lending: Advice to Borrowers (2021-2022, 2024, 2026)

TOP AREAS OF FOCUS

- Bankruptcy + Restructuring
- Corporate
- Finance + Banking
- Private Equity
- Syndicated Loans

ALL AREAS OF FOCUS

- Asset-Based Lending
- Bankruptcy + Restructuring
- Corporate
- Debt Finance
- Emerging Companies + Venture Capital
- Finance + Banking
- Financial Services
- International
- Investment Funds + Investment Management Services
- Life Sciences Lending
- Mezzanine Lending
- Private Equity
- Syndicated Loans
- Technology + Venture Lending

EDUCATION AND CERTIFICATIONS

EDUCATION

- University of Pennsylvania Carey Law School, J.D., *cum laude*, 1990, editor, *University of Pennsylvania Law Review*, Order of the Coif
- Cornell University, B.A., 1986

BAR ADMISSIONS

- Pennsylvania