

Steven Khadavi

Partner

New York

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OVERVIEW

With nearly three decades of experience in corporate finance and securities law, in addition to mergers and acquisitions, Steven focuses on counseling public and private companies on complex securities matters. He regularly advises boards of directors and special committees on issues of corporate governance and fiduciary duties.

Steven has substantial experience advising underwriters and issuers in a wide range of debt and equity financing transactions, including SEC-registered offerings, private placements, debt tender offers, consent solicitations, and exchange offers. He also counsels investment banks serving as financial advisors to deliver fairness and solvency opinions. Steven represents clients in the U.S. and abroad in various sectors, including energy, infrastructure, telecommunications, health care, and consumer products. He also advises Israeli clients operating in the U.S., as well as companies and investors doing business in Israel.

REPRESENTATIVE MATTERS

- Represented Quikrete Holdings, Inc. in connection with its acquisition of Summit Materials, Inc. and related financings.
- Represented Quikrete Holdings, Inc. in connection with its acquisition of Forterra, Inc.
- Represented Otelco Inc. in connection with multiple public offerings, acquisitions, and sale of the company.
- Represented Deluxe Corporation in connection with its acquisition of First American Payment Systems and related financings.
- Represented Deluxe Corporation in connection with its acquisition of CheckMatch from Kinexys by J.P. Morgan.
- Represented Deluxe Corporation in connection with the sale of its web hosting and logo design businesses to HostPapa.
- Represented Franchise Group, Inc. in connection with its acquisition of Vitamin Shoppe, Inc.
- Represented IntegraMed America, Inc. in connection with public offering, acquisition, and sale of company.
- Represented the special committee of the board of directors of Voltari Corporation in connection with a going private transaction.
- Represented the special committee of the board of directors of Cadus Corporation in connection with a going private transaction.

- Represented Global Talent Network in connection with the sale to United Talent Agency.
- Represented IEEE in connection with its acquisition of GlobalSpec Inc. from IHS Global Inc.
- Represented AMETEK Inc. in connection with its acquisition of FARO Technologies.
- Represented Hull Street Energy in connection with its acquisition of Bastrop Energy Center and Paris Energy Center from Atlas Holdings.
- Represented Hull Street Energy in connection with its acquisition of Sunrise Power Holdings from ArcLight Capital Partners.
- Represented Hull Street Energy in connection with its acquisition of Crockett Cogeneration from BlackRock's Global Energy & Power Infrastructure Fund.
- Represented Hull Street Energy in connection with its strategic investment in Greenskies Clean Focus.
- Represented Hull Street Energy in connection with its acquisition of EX Oxnard, LLC from Atlantic Power.
- Represented Hull Street Energy in connection with its acquisition of the Waterbury Generation facility from ENGIE North America.
- Represented Hull Street Energy in connection with its acquisition of four thermal power plants in New York from J-Power USA.
- Represented Hull Street Energy in connection with the sale of Basin Creek.
- Represented Tri-State Generation and Transmission Association in connection with debt offerings.
- Represented T&M Enterprises, Inc. in connection with the sale of Guardline to Thrasio.
- Represented Chilewich in connection with the sale of a majority interest to Berkley Capital.
- Represented Heller, Inc. in connection with the sale of the company.
- Represented Arkstone Medical Solutions in connection with its sale to ARCHIMED.

AWARDS

- *Chambers USA*: Corporate/M&A (2008-2015) and Capital Markets: Debt & Equity (2016-2019)
- *Super Lawyers*: New York (2013-2025)
- *Super Lawyers*: New York – " Rising Star" in Capital Markets (2011-2012)
- *IFLR1000*: "Highly Regarded" (2018); "Notable Practitioner" (2023); Capital Markets: Debt, M&A (2024)
- Middle Market Up-and-Comer, *The Deal* (2007)

TOP AREAS OF FOCUS

- Capital Markets
- Corporate Governance
- Energy
- Mergers + Acquisitions

ALL AREAS OF FOCUS

- Capital Markets
- Corporate
- Corporate Governance
- Emerging Companies + Venture Capital
- Energy
- Financial Services

- Mergers + Acquisitions

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Member, Board of Directors, UJA-Federation of New York
- Member, Board of Trustees, Iranian American Jewish Federation of New York
- Member, Board of Directors, American Friends of the Israel National Museum of Science

EDUCATION AND CERTIFICATIONS

EDUCATION

- The George Washington University Law School, J.D., *Order of the Coif, with highest honors*, 1996
- Clark University, B.A., *with honors*, 1993

BAR ADMISSIONS

- New York

SPEAKING ENGAGEMENTS

- Panel co-chair, "Managing Shareholder Meetings and Priorities of Institutional Investors," International Bar Association's 9th Annual Corporate Governance Conference, December 4-5, 2024.
- Speaker, "Deal Value: Where's the Growth," 15th Annual M&A Atlas Awards | Growth + Deals Intelligence Forum, January 30, 2024.
- Panelist, "Activist Investors & Boards – An Invaluable Dynamic in Corporate Governance & Strategy," Women in the Boardroom, November 18, 2014.
- Moderator and panelist, "Designing the Right Capital Markets Assessment Strategy: Challenges and Opportunities," Financial Executives International Summit, April 4, 2011.
- Moderator and panelist, "The Venture Roadmap – What Israeli Startups Need to Know to Attract US Capital," US/Israel Venture Summit, March 30, 2011.
- "Challenges & Opportunities Accessing Capital Markets," Interview with *LegalMinds* TV, January 6, 2010.
- Speaker, "Critical Changes to New York's Power of Attorney Law Now in Effect: What You Need to Know," Practising Law Institute Webcast Seminar, October 28, 2009.
- Speaker, "The Financial Crisis: Practical Responses for Companies," January 27, 2009.
- Speaker, "Success Strategies for New Partners: Making Sense of Making Partner," Practising Law Institute, March 25, 2008.
- Speaker, "Securities Law Compliance Strategies," Reed Logic Video Seminar, 2008.
- Speaker, "Practical Skills: Forming & Advising Businesses," NYSBA Seminar, November 16, 2006.

PUBLICATIONS

- Co-author, "New York LLC Transparency Act Enacted ... Again," *Troutman Pepper*, June 10, 2024.
- Co-author, "SEC Adopts Final Rules Enhancing Disclosures and Providing Additional Investor Protections Related to SPACs," *Troutman Pepper*, January 30, 2024.
- Co-author, "New York LLC Transparency Act Enacted," *Troutman Pepper*, January 11, 2024.

- Co-author, "Mergers & Acquisitions," *Global Legal Insights*, July 5, 2023.
- Co-author, "SEC Seeks to Enhance Disclosures and Provide Additional Investor Protections Related to SPACs," *Troutman Pepper*, March 31, 2022.
- Co-author, "SEC Approves Nasdaq's Proposed Listing Standards for Board Diversity," *Troutman Pepper*, August 9, 2021.
- Co-author, "SPAC Lifecycle and Considerations for Private Companies," *Bloomberg Law*, November 2020.
- Co-author, "SEC Tailors the Accelerated and Large Accelerated Filer Definitions," *Troutman Sanders*, March 17, 2020.
- Co-author, "The SEC's Fortified Stance on Metrics Presentations in MD&A," *Troutman Sanders*, February 12, 2020.
- Co-author, "Potential Changes Coming to Insider Trading Policies," *Troutman Sanders*, January 15, 2020.
- Co-author, "Changes Coming to SEC Responses to Rule 14a-8 No-Action Requests," *Troutman Sanders*, September 16, 2019.
- Co-author, "SEC Proposes Amendments to Further Modernize Disclosures under Regulation S-K," *Troutman Sanders*, August 15, 2019.
- Co-author, "Short-Termism: Should the SEC Take Action?," *Troutman Sanders*, July 29, 2019.

MEDIA COMMENTARY

- Interviewed, "Steven Khadavi Walks Through His Path to Corporate Law and Shares Advice for a New Generation of Lawyers," *In Discovery by Thine* Podcast, December 15, 2020.
- Mentioned, "Troutman Sanders Hires Restructuring Partner From Dorsey," *Bloomberg Law Big Law Business*, June 6, 2019.
- Quoted, "Dorsey's New York Office Leader Joins Troutman's Corporate Practice," *New York Law Journal*, April 12, 2019.
- Mentioned, "Transactional Attorney Khadavi Joins Troutman Sanders," *ABF Journal*, April 12, 2019.
- Mentioned, "Lawyers, Law Firms, Deals," *Bloomberg Law*, April 12, 2019.