



Gary J. Kocher

Partner

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OVERVIEW

Gary Kocher has over 30 years of experience working with high growth companies. He counsels founders on business formation issues and works with companies on a wide range of transactions, including financings, strategic partnerships and acquisitions, intellectual property creation and protection, and exit transactions. Gary has served as counsel on a number of significant cross-border transactions and advises Boards of Directors and senior management on governance and other strategic issues.

Over his career, Gary has represented more than 200 start-ups in connection with seed, angel, venture and strategic financings, including Clarisonic, onXmaps, Element Data, Center ID, Misapplied Sciences, Deako, Volt Athletics, SunFly Brands, Magic AI, Record360, rMark Bio, Cancer Targeted Technology, Teadora, Meta Company, ActX, Twango, Ahnu Footwear, FlexCar and Redfin. He has worked on over 20 initial public offerings including for companies such as Western Wireless (T-Mobile parent), Electrical Geodesics, Zumiez, Intrawest (Whistler ski resort), True Blue, Greenfield Online and Truett-Hurst Winery in Sonoma. Clients he has represented from start-to-exit include Clarisonic (sold to L'Oreal), Greenfield Online (sold to Microsoft), Flexcar (acquired by Zip Car), Fridge Door (sold to Amazon), PointMarc (sold to Merkle), and Twango (sold to Nokia). He also regularly represents angel and venture capital investors and serves as outside counsel to the Alliance of Angels and is a member of the Legal Advisory Council and Public Policy Committee to the Angel Capital Association. Gary also recently became a member of the Board of Trustees for the Pacific Northwest Research Institute.

Gary's blend of private/public company expertise and experience representing companies from start-to-exit provide him with a unique perspective and ability to anticipate issues confronting emerging growth companies. He has been consistently selected as a Washington SuperLawyer, is named as one of America's Leading Lawyers for Business by Chambers USA, and is listed in Best Lawyers in America.

ACHIEVEMENTS

- Selected to the Washington Super Lawyers list (2004 - present)
- Named to Washington CEO's League of Justice
- Ranking in *Chambers USA* (2014 - present) for Washington: Corporate/Commercial

- Listed in *Best Lawyers in America* (2007 - 2021)

PROFESSIONAL / CIVIC ACTIVITIES

- Board of Trustees, Pacific Northwest Research Institute
- Member of Legal Advisory Council for Alliance of Angels and Angel Capital Association
- Member of Steering Committee for Tech Alliance Innovation Showcase
- Chairman of Executive Planning Committee for Life Science Innovation Northwest – annual Life Sciences conference 2010 - 2013
- Executive Industry Board Member, Fred Hutchinson Cancer Research Center
- Board member NeuroNeighborhood - non-profit organization to promote neuro resources in the Northwest
- Secretary to MS Hub – non-profit organization devoted to Multiple Sclerosis research and treatment

SPEAKING ENGAGEMENTS

- Angel Capital Association Annual Summit of Angel Investors - May 2021
- Start with the Exit in Mind - November 2018
- What to Know when Selling your Startup - September 2018
- What's Cooking in Washington, DC and Why it Matters for Angels - ACA NW Regional Meeting - June 2018
- Fundamentals of Angel Investing Workshop - Boise, ID - June 2018
- Section 1202 Qualified Small Business Stock Demystified - 2017 Angel Capital Association Annual Summit, San Francisco, CA
- The Beat Goes On: Reg A+, General Solicitation and Accredited Investor Rules- 2015 Angel Capital Association Annual Summit, San Diego, CA
- Reasonable Steps to Verify - Angel Capital Association 2014 Annual Summit, Washington, D.C.
- Northwest Chapter of the Angel Capital Association 2014 Annual Meeting - planning committee and panel member, Portland, OR
- How New Reg D General Solicitation Rules Can Change M&A - CLE, Seattle, WA November 2013
- Demystifying Business Structures and Managing Growth - October 2012, WTIA, Seattle, WA
- IPO Onramp - Northwest Chapter of the Angel Capital Association 2012 Annual Meeting, Seattle, WA
- Traps for the Unwary (issues that cost money to fix) - Northwest Chapter of the Angel Capital Association 2012 Annual Meeting, Seattle, WA

- Enterprise Architecture: Tips for Building a Fundable Company - July 2012, WTIA, Seattle, WA
- Connecting the Letter of Intent and the Purchase Agreement - CLE Seattle, WA 2012
- Getting your Business Ready for Sale - WTIA February 2010
- Founder Issues - Venture Capital & Angel Financing CLE. June 2006
- New Venture Capital Investing, topic “VC Board Representation – Conflicts of Interest and Fiduciary Duties.” June 2002
- Puget Sound Business Journal's Going Public seminar, topic: “To IPO or Not To IPO – is that a question” March 2001

EDUCATION

- J.D., The Ohio State University Moritz College of Law, 1988 *with honors*; *Order of the Coif*; *Ohio State Journal on Dispute Resolution*
- B.S., Miami University (Ohio), 1985 *Business Economics, Overseas Study, Miami University European Campus/Luxembourg*

ADMISSIONS

- Bar of Illinois (Inactive)
- Bar of Washington

THOUGHT LEADERSHIP POWERED BY HUB

- 18 February 2021, Beneficial Ownership Reporting Requirements under the New Corporate Transparency Act – Main Street meets the Feds (*Alerts/Updates*)
- 19 November 2020, SEC Adopts Rule Changes To Promote Capital Investment And Harmonize Private Placement Framework (*Alerts/Updates*)
- 3 September 2020, SEC Adopts Amendments to Expand Definition of Accredited Investor (*Alerts/Updates*)
- 26 February 2020, SEC Proposes Amendments to Expand Definition of Accredited Investor (*Alerts/Updates*)
- 19 June 2018, Congress Acts to Expand Capital Formation Rules While Rolling Back Dodd-Frank Regulation (*Alerts/Updates*)
- 28 January 2016, Tax Exclusions for Sale of Stock Issued by Qualified Small Business Corporations Becomes Permanent — At Least Temporarily (*Alerts/Updates*)
- 23 April 2015, The SEC Delivers A+ Effort: New Rules Designed to Breathe Life into Regulation A (*Alerts/Updates*)

OTHER PUBLICATIONS

- "Venture Capital Investment in the Internet Economy," *Corporate Finance Review*, May/June 2000
- "Safe Sharing," *The Daily Deal*, October 1999

NEWS & EVENTS

- 24 May 2021, Chambers USA 2021 Guide Recognizes K&L Gates Corporate Practice, Lawyers Among Leaders (*Rankings & Recognitions*)
- 27 January 2021, A Sea Change in D.C.: What Does the Future Hold? (*Event*)
- 3 November 2020, K&L Gates Advises Digital Education Curriculum Provider Discovery Education on Acquisition of Mystery Science (*Noteworthy Work*)
- 23 April 2020, K&L Gates, Lawyers Recognized in 2020 Chambers USA Guide (*Rankings & Recognitions*)
- 26 April 2019, Chambers USA 2019 Guide Ranks K&L Gates, Lawyers Among Leaders (*Press Release*)
- 23 June 2016, K&L Gates, Lawyers Recognized as Leaders in Chambers USA 2016 Guide (*Press Release*)
- 20 May 2015, Chambers USA 2015 Guide Recognizes K&L Gates, Lawyers as Industry Leaders (*Press Release*)

AREAS OF FOCUS

- Emerging Growth and Venture Capital
- Capital Markets
- Fintech Lending
- Mergers and Acquisitions
- Public Companies

INDUSTRIES

- Consumer Products
- Luxury Products and Fashion

EMERGING ISSUES

- Social Media Law

REPRESENTATIVE EXPERIENCE

- Represented Chicago-based rMark Bio, a company that delivers intelligence solutions to the life science industry, in their acquisition by Within3, a portfolio company of Insight Ventures that is based in Lakewood, Ohio.
- Represented in Series A preferred stock financing rounds
- Represented Record360 in its sale to Alpine SG
- Represented WR Hambrecht + Co. in initial public offering of Truett-Hurst winery (Sonoma, CA), an emerging growth company under the JOBS Act.
- Represented Cancer Targeted Technology in exclusive license of lead compound to Advanced Accelerator Applications International.
- Represented Integra Ventures, Alliance of Angels, Subdued Excitement and Element8 in connection with fund formations
- Represented public companies in connection with PIPE offerings, including Jones Soda, Chemokine Therapeutics and General Moly
- Represented Clarisonic in its sale to L'Oreal.
- Represented Electrical Geodesics, Inc. in its sale to Phillips.
- Initial Public Offering and follow-on public offering for Electrical Geodesics, Inc. and listing on AIM market of London Stock Exchange.
- Represented Canadian companies in connection with cross-border financing and merger and acquisition transactions, including Intrawest Corporation, ID Biomedical, Cardiome Pharma, OctigaBay Systems Corp., Abatis Systems Corp., HotHaus Technologies, Challenger Energy Corp., Canadian Superior Energy and Timberwest Forest Holdings.
- Represented issuers and underwriters in over 20 initial public offerings and follow-on offerings, including companies such as Electrical Geodesics, Zumiez, Intrawest Corporation (Whistler ski resort), Greenfield Online, Angiotech, Oakley, ID Biomedical, OnHealth and Labor Ready, and underwriters including, WR Hambrecht, Piper Jaffray, Deutsche Bank, RBC and Robertson Stephens.
- Represented Elixiter in its sale to Perficient