



David P. Lewis

Partner

MANAGING PARTNER, PHOENIX OFFICE

david.lewis@dlapiper.com

Phoenix

T: +1 480 606 5126

F: +1 480 606 5526

M: +1 480 707 2913

David Lewis is a corporate and securities lawyer focused on representing publicly-traded and privately-held companies in mergers and acquisitions, securities offerings and other financing transactions, complex corporate transactions, corporate governance and related matters.

His clients operate in a number of different industries, including education, technology, financial services, real estate, consumer products, gaming, aviation and media.

David has extensive experience serving as outside general counsel to his corporate clients. In this role, he counsels boards and senior management teams on all aspects of corporate governance, disclosure and securities law compliance, as well as on their duties under state and federal law and under the rules and regulations of the NYSE and Nasdaq. He has led public and private companies through dozens of domestic and cross-border mergers and acquisitions ranging in value from the low millions to over US\$1 billion. He also represents public and private issuers and investors in corporate finance transactions, including initial and follow-on equity offerings, public and 144A debt offerings, securitizations and other private offerings involving a broad range of debt and equity securities.

- Corporate
- Capital Markets
- Mergers and Acquisitions
- Private Equity
- Emerging Growth and Venture Capital

- Technology

RECENT REPRESENTATIVE M&A TRANSACTIONS

- Represented Grand Canyon Education, Inc. (Nasdaq: LOPE), an education services company, in its acquisition of Orbis Education Services, LLC, an education services company that supports healthcare education programs for regionally accredited universities across the United States, for US\$362.5 million (2019).
- Represented Universal Avionics Systems Corporation, a manufacturer and distributor of avionics equipment, in its sale for US\$120.0 million to Elbit Systems Ltd., an Israeli defense company (2018).
- Represented Grand Canyon Education, Inc. (Nasdaq: LOPE) in the sale of its 275-acre campus, improvements and related assets comprising Grand Canyon University to a nonprofit entity for approximately US\$875.0 million and the related entry into long-term master services agreement under which GCE provides technological, counseling, marketing, financial aid processing and other

support services to GCU. The transaction established GCU, which has 20,000 ground students, 70,000 online students, nearly 7,500 full-and part-time employees, and a leading NCAA Division I sports program competing in the Western Athletic Conference, as one of the largest nonprofit universities in the US. At the same time, it established Grand Canyon Education, which remains publicly traded on Nasdaq and operated with 2,600 full-time continuing employees, as the largest educational services provider in the higher education industry (2018)

- Represented Colony Starwood Homes (NYSE: CSH) in its acquisition of a portfolio of 3,100 single family homes from Waypoint/GI Venture, LLC for US\$815.0 million (2017).

RECENT REPRESENTATIVE CAPITAL MARKETS TRANSACTIONS

- Represented STORE Capital Corporation (NYSE: STOR) in its public offering of US\$350.0 million aggregate principal amount of senior unsecured notes (2019).
- Represented STORE Capital Corporation (NYSE: STOR) in the issuance, through a special purpose subsidiary, of US\$592 million aggregate principal amount of long-term fixed-rate notes designated as STORE Master Funding Net Lease Mortgage Notes, Series 2018-1 (2018).
- Represented Everi Holdings Inc. (NYSE: EVRI) in its 144A offering of US\$375.0 million aggregate principal amount of senior unsecured notes and related US\$820.0 million senior secured term loan (2017).
- Represented STORE Capital Corporation (NYSE: STOR) in its US\$230.0 million public offering of common stock (2017).

RECENT REPRESENTATIVE EMERGING GROWTH/VENTURE CAPITAL TRANSACTIONS

- Represented Paradox, Inc. in its \$13.3 million Series A preferred stock financing led by institutional investors (2019).
- Represented SmartRent.com, Inc. in its \$32.0 million Series B preferred stock financing led by Bain Capital Ventures and other institutional investors (2019).

CREDENTIALS

Admissions

- Arizona
- Massachusetts

Recognitions

- The respected research firm Chambers & Partners has repeatedly recognized David in *Chambers USA*. He is described as "a tireless worker who has always understood our needs well, and strives to help us accomplish our objectives," highlighted for his "business savvy" and his "sound and insightful business sense and his experience in corporate and securities law," and lauded for "his expertise in compliance issues." Sources have further described him as a "sharp, efficient and extremely good" attorney and as a "first-rate lawyer." "He is very easy to work with, gives great advice and always delivers the information in a collegial way," said one client. Another client "appreciates that he is 'responsive, intelligent and pays attention to detail.'"
- *The Legal 500 United States*, another well-known research firm, has recommended David and called him "a great M&A lawyer" and a "brilliant negotiator"
- Listed in *The Best Lawyers in America*
- Named to the "Top Lawyers List" and as an "Arizona Business Leader" by *AZ Business* magazine

Education

- J.D., Duke University School of Law 1994
- M.A., Political Science, Duke University 1994

- B.A., Government, Dartmouth College 1990

Courts

- Arizona Supreme Court
- Supreme Court of Massachusetts
- United States District Court for the District of Arizona

Memberships

- State Bar of Arizona
- State Bar of Massachusetts
- American Bar Association

Civic and Charitable

- Member, Board of Trustees, and co-chair of Finance Committee, Phoenix County Day School

INSIGHTS

Publications

THE HOT LIST: 2017 proxy season trends and action items

7 FEB 2017

Trends that we believe will play a prominent role in the upcoming proxy season.

- “ESG: the rise of private ordering and the role of the NCGC Committee,” *DLA Piper's handbook*, (March 2020) (co-author)
- “THE HOT LIST: 2017 proxy season trends and action items,” *DLA Piper Corporate Governance Alert* (February 2017) (co-author)
- “Corporation Law: Arizona – A Q&A Guide to Corporation Law in Arizona,” *Practical Law Company, Inc.* (November 2012) (co-author with Greg Hall)

NEWS

DLA Piper advises Universal Technical Institute in acquisition of MIAT College of Technology

3 November 2021

DLA Piper represented Universal Technical Institute, a leading provider of transportation sector technical training, in its acquisition of MIAT College of Technology, a provider of vocational and technical training in high-demand fields.

DLA Piper advises SmartRent in US\$2.2 billion business combination with Fifth Wall Acquisition Corp. I

25 August 2021

DLA Piper represented SmartRent.com Inc. in its previously announced business combination with Fifth Wall Acquisition Corp. I.

DLA Piper advises Paradox in its acquisition of Traitify

23 August 2021

DLA Piper represented Paradox in its acquisition of Traitify.

DLA Piper announces new office managing partners

3 March 2021

DLA Piper is pleased to announce changes to its office leadership in Austin, Houston, Minneapolis, Phoenix and Seattle.

DLA Piper advises Cultural Experiences Abroad in investment from Infinedi Partners

14 August 2020

DLA Piper represented Cultural Experiences Abroad, LLC (CEA) in a recent investment from private equity firm Infinedi Partners, LP.

DLA Piper advises SmartRent in its US\$60 million Series C financing

28 May 2020

DLA Piper represented SmartRent in its US\$60 million Series C financing led by Spark Capital with participation from Bain Capital Ventures, RET Ventures, Fifth Wall, Energy Impact Partners and the Amazon Alexa Fund.

DLA Piper advises Paradox in its US\$40 million Series B financing

14 May 2020

DLA Piper represented Paradox, an artificial intelligence platform helping human resources and recruiting teams automate administrative tasks and deliver real-time candidate and employee communications, in its US\$40 million Series B financing.

MEDIA MENTIONS:

- "3 Firms Build SPAC Deal For \$2.2B Real Estate Tech Provider," *Law360*, April 22, 2021
- "Global law firm DLA Piper names new managing partner in Phoenix," *Phoenix Business Journal*, March 5, 2021
- "DLA Piper Elevates 5 Attys To Office Managing Partner Roles," *Law360*, March 4, 2021