



David P. Lewis

Partner

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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).

CREDENZIALI

Abilitazioni

- Arizona
- Massachusetts

Riconoscimenti

- *Chambers USA*
2021 - Band 2, Arizona Corporate/M&A
Chambers comments, "David Lewis acts on the sale and acquisition of companies, with additional experience handling corporate finance and securities mandates." Clients say, "One of the best practitioners in the state. I know that I can rely on him for quick, practical and holistic advice based on a deep understanding of the law, our business and the market generally." "He is one of the best lawyers I have ever worked with."
2015-2020 - Band 2, Arizona Corporate/M&A
2012-14 - Band 3, Arizona Corporate/M&A
- *The Legal 500 United States*
2019 - Recommended, Capital Markets Debt Offerings – Advice to Issuers
2019 - Recommended, M&A Middle-Market (\$500M-999M)
- Listed in *The Best Lawyers in America*
- Named to the "Top Lawyers List" and as an "Arizona Business Leader" by *AZ Business* magazine

Formazione

- J.D., Duke University School of Law 1994
- M.A., Political Science, Duke University 1994
- B.A., Government, Dartmouth College 1990

Tribunali

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

Associazioni professionali

- 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

TENERSI INFORMATI

Pubblicazioni

- "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

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