



Thomas G. Moran III

Partner

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Tom represents clients in a wide range of corporate matters, including debt and equity financings, mergers & acquisitions, corporate governance and contract negotiations, with a particular focus on advising companies and investment funds in venture capital transactions.

He has extensive experience working with all types of companies at all stages of development.

Select Representative Matters

Services

- Corporate
- Emerging Companies & Venture Capital
- Mergers & Acquisitions
- Private Equity
- Medical Technology

Venture Capital

- Represented various companies across industries and sectors in numerous \$2-10 million early stage (*i.e.*, Series Seed and Series A) venture capital financings.
- Represented a biotechnology company in its \$35 million Series B venture capital financing.
 - Previously represented the same company in its \$6.5 million Series A venture capital financing that included a conversion of the company's business structure from a Delaware limited liability company to a Delaware corporation via statutory conversion.
- Represented a medical device company in its \$8 million Series B venture capital financing that included a reincorporation of the company from Minnesota to Delaware.
- Represented a medical device company in its \$35 million Series B venture capital financing.
- Represented a genetic counseling company in its \$8 million Series C venture capital financing that included a conversion of the company's business structure from a limited liability company to a corporation via a contribution and exchange transaction and a reorganization of the company's ownership structure.
- Represented an investment fund in a \$28 million Series C venture capital financing.
- Represented a biotechnology company in its \$47 million Series C venture capital financing.
 - Represented the same company in its subsequent \$40 million Series C-1 extension.
- Represented a medical device company in its \$75 million Series E venture capital financing.

- Represented an investment fund as lead investor in a \$27.5 million Series B venture capital financing.
- Represented a biotechnology company developing a biomedical research data platform in a \$27 million Series C venture capital financing.
- Represented a advertising productivity software company in its \$350 million Series D venture capital financing that included a tender offer by the company to purchase from its stockholders up to \$300 million of its previously issued and currently outstanding shares of capital stock.
- Represented an investment fund as lead investor in an \$11 million Series B venture capital financing of a medical device company.
- Represented an investment fund as lead investor in an \$8 million Series B venture capital financing of a software development company.
- Represented an international esports media and entertainment company in its \$10 million Class B strategic investment in a U.S. esports company.
- Represented a medical device company in its \$25 million Series B venture capital financing.
 - Previously represented the same company in its \$2.3 million Series A1 venture capital financing and its \$1.8 million Series A1 extension.
- Represented the investment fund of a Fortune 500 company as lead investor in a \$17 million Series A venture capital financing of a tech-based caregiver support platform.

Mergers & Acquisitions (Equity Transactions)

- Represented a venture-backed pharmaceutical company in a merger transaction in which a global pharmaceutical company provided \$2 million in venture financing and secured an exclusive option to acquire the venture-backed pharmaceutical company for up to \$48 million plus additional milestone payments.
- Represented a medical device company in its \$70 million strategic acquisition by a global medical company.
- Represented a medical device company in its \$72 million acquisition by a European medical device manufacturing company.
- Represented a medical device company in its \$102 million acquisition by a Japanese company.
- Represented a venture-backed medical device company in its acquisition by a global medical technology company for \$75 million in cash and up to an additional \$50 million in subsequent earn-out payments.
- Represented a technology and computer hardware company in its acquisition by a direct competitor for \$115 million in cash and equity.
- Represented a network of six home health care and hospice companies in its \$50 million acquisition that required the reorganization of all six constituent companies from limited liability companies to corporations in multiple jurisdictions.
- Represented a cybersecurity software development company in its \$72 million acquisition by a public cybersecurity company.

Mergers & Acquisitions (Asset Transactions)

- Represented a medical device company in the sale of a product line to another medical device company for \$5 million.
- Represented a medical device company in the sale of a product line to a medical device and manufacturing company for \$20 million.
- Represented a telehealth company in the acquisition of its mobile phone application and related assets providing text-based telehealth services by a venture-backed company as part of a series of transactions to acquire various telehealth and telemedicine companies to create an innovative, end-to-end digital health care platform for \$1 million in cash and equity.
- Represented a veterinary clinic in the acquisition of its assets for \$5 million by a private equity-backed company as part of a series of transactions acquiring multiple veterinary clinics to create a new regional network of clinics.
- Represented a medical device company in the acquisition of its assets for \$3.2 million by a private equity-backed U.S. international medical device supplier.

Securities and Capital Markets

- Represented a biopharmaceutical company in its \$16 million US underwritten public offering.

Before Fox Rothschild

Prior to joining Fox, Tom was an attorney at a Wisconsin-based law firm.

During law school, Tom worked in the University of Minnesota Law School's Housing Clinic and Ronald M. Mankoff Tax Clinic, first as a student attorney and the following year as a director. Tom was also a judicial extern to the Honorable Gina M. Brandt of the Hennepin County District Court.

Bar Admissions

- Minnesota
- Wisconsin

Education

- University of Minnesota Law School (J.D., 2015)
- University of Iowa (B.B.A., 2011)

Honors & Awards

- Selected to the "Ones to Watch" list for Corporate Law in Minneapolis, MN by *Best Lawyers* (2023-2026)