

## Justin M. Borrowdale

Senior Attorney



Sacramento

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### EXPERIENCE

**Justin focuses on counseling both public and private clients through finance transactions, merger and acquisition deals, and related commercial transactions.**

He has experience working with both selling and acquiring companies on M&A deals and both companies and investors on financing transactions. He assists companies in solving corporate governance and commercial agreement issues, including complying with SEC and NASDAQ reporting obligations for his public company clients.

Justin has experience representing lenders and borrowers in various loan transactions, including syndicated debt financing, real estate secured loan transactions, construction loans for development, and follow-on loans to portfolio companies.

Additionally, he has assisted clients in entity formation, obtaining trademarks, entering into license agreements, and structuring many other miscellaneous agreements and transactions.

In his free time, Justin enjoys spending time with his family and is an avid runner, having completed 11 marathons (PR of 3:10).

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### Representative Transactions

- Advised client in selling its information technology services business to a private equity fund, including reorganization.
- Counseled public corporation in multiple CMPO financing transactions, including SEC and NASDAQ reporting obligations.
- Advised internet technology client in Series A equity financing transaction.
- Assisted public corporation in PIPE financing transaction, including SEC filing obligations.

### PRACTICE AREAS

Capital Markets

Commercial Lending

Corporate

Corporate Governance

Emerging Companies and

Venture Capital

Mergers & Acquisitions

Private Equity

Secured Lending and

Finance

### BAR ADMISSIONS

California

### EDUCATION

J.D. University of California,

Davis, 2015

B.S. University of the Pacific,

2010

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- Guided clients in private securities offering compliance, including entertainment venture and motion picture financing.
- Advocated and negotiated for the public-company buyer in asset purchase of agricultural processing business, including associated real estate.
- Served video game production company in Series A equity financing with a foreign investor.
- Assisted investment company in follow-on loan to portfolio company in coordination with follow-on bank financing.
- Represented corporation as outside general counsel, including drafting and negotiating confidentiality agreements, license agreements, and other diverse commercial agreements.
- Represented national bank in real estate secured loan transactions to borrowers in the aerospace services industry, including drafting and negotiating loan documentation.
- Advised affiliated entities in syndicated debt financing for the food processing operation.
- A counseled community bank in issuing a construction loan for the development of a boutique hotel.

### Publications

Article Editor: Property Rights to the Periphery of the Universe or Only to the Rooftop?: The Effects of Drones on Airspace Rights in California and Where to Go From Here—California Real Property Journal, Vol. 34, No. 3 (2016).

Co-Author: Strategies for Reducing a Client's Liability under a Lease after the Sale of the Client's Business—CYLA eNews, Winter 2016.

Author: Breaking Down a Typical Commercial Real Estate Purchase and Sale Transaction—CYLA eNews, Summer 2016.

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### AFFILIATIONS & AWARDS

Capital Region Family Business Center, Programs Committee

*Member*

MetroEdge

Sacramento County Bar Association's Business Sections

2017 Folsom Leadership class

Association of Corporate Growth

Startup Sac

Financial Executives International

### Awards

Sacramento Magazine's Top Lawyers List 2019- Business & Corporate

Best Lawyers in America®, "Ones to Watch", 2021-2023, Corporate

Northern California *Super Lawyers* – Rising Star, 2019-2022