

John C. Cushing

Director

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John Cushing is a corporate lawyer, advising entrepreneurs, family offices, business owners and c-level executives. He is a business counselor, helping clients make significant strategic decisions while also handling more traditional legal matters such as corporate governance, licensing, private equity, securities offerings and contract matters.

John works collaboratively with clients across a variety of industries, including high technology, consumer products, digital and print media, e-commerce and e-solutions, software development and information technology, life sciences, medical devices, pharmaceuticals, manufacturing, professional and financial services and alternative energy industries.

With 10 years of experience in finance and business operations, John has a unique understanding of how to help clients meet their business and financial objectives. As a result, he is often called upon as a business strategist, helping with business planning, entity selection and formation, private equity and venture capital financing, joint ventures and strategic alliances, mergers and acquisitions, private placements and public offerings of debt and equity securities, technology licensing, SEC compliance, corporate governance, recapitalizations, executive compensation and general corporate matters.

Prior to entering into private practice, John was the Divisional Controller of The Timberland Company's Dominican Republic manufacturing group and Corporate Cost and Budget Manager. He is a graduate of the Lockheed-Sanders, Inc. Financial Management Program.

Affiliations

- Meritas - U.S. Leadership Committee
- Meritas - Member Engagement Committee
- Executive Committee Co-Chair, St. John's Preparatory School Alumni Association
- Officer, New England Chapter, Fordham Law Alumni Association

Admissions

- Massachusetts

Education

- Fordham University School of Law (J.D., 1999)
- Boston University (M.B.A., 1993)
- St. Anselm College (B.A., 1989)

Representative Matters

Representation of healthcare communication platform in its acquisition by Central Logic

Representation of Acuity Link, LLC. in its acquisition by Central Logic, Inc. Central Logic acquired Acuity Link pursuant to an Agreement and Plan of Merger in exchange for \$11 million.

Representation of Medical Marijuana Treatment Center in Sale of Equity Interests

Representation of Healthy Pharms, Inc., in connection with the sale of all of the issued and outstanding equity interests to 4Front Holdings LLC.

AION Partners Joint Venture Agreements

Advised AION Partners, a leading private real estate investment firm, and negotiated related complex joint venture arrangements, in connection with AION's acquisition of a 4,035-unit apartment portfolio with properties in New Jersey, Pennsylvania and Delaware.

Annie's, Inc. \$109.25M Initial Public Offering

Represented Annie's, Inc. in its \$109.25M initial public offering (Credit Suisse Securities (USA) LLC and J.P. Morgan Securities LLC were the joint book-running managers and representatives of the underwriters for the offering); Represented Annie's, Inc. in a secondary offering of shares of common stock to be sold exclusively by participating selling stockholders, including an over-allotment allocation that was exercised in full.

Fortune 50 Life Science Company Acquisitions

Representation of a Fortune 50 life science company in connection with acquisitions of biotechnology, biomedical, and analytic instrumentation targets.

London-Based Public Company Acquisition

Represented the U.S. subsidiary of a London-based public company in its acquisition of all of the issued and outstanding capital stock of a U.S.-based leading business-to-business account wagering solutions provider.

Interconnect Solution Design Company Acquisitions

Representation of a 70-year old leader in the design and manufacture of interconnect solutions in its acquisition of a manufacturer of wire harnesses, cable assemblies, and electro-mechanical assemblies for power management and ruggedized industrial end markets. Also represented the company in its acquisition of a manufacturer of high-quality products for trainline communication/control connectors and harness assemblies for the transportation industry.

Clinical Development Oncology Company Series B-1 Preferred Stock and Warrants

Represented a venture-backed, late-stage clinical development oncology company focused on an epigenetic approach to overcoming the problem of resistance in cancer therapy in connection with its private placement of Series B-1 Preferred Stock and warrants; Represented company in connection with its private placement of Series B-1 Preferred Stock to an Asian venture capital firm; Represented company with its private placement of Series B-1 Preferred Stock to a Russian sovereign wealth backed private equity investor, and current investors; Represented company in connection with several convertible note financing transactions.

EnerNOC Acquisitions

Advised EnerNOC, Inc., one of the largest providers of energy intelligence software and services for commercial, institutional, and industrial customers, as well as electric power grid operators and utilities, in its acquisition of Germany-based company accelerating its market expansion into continental Europe. Also advised EnerNOC, Inc., in its acquisitions of leading global utility bill management company addressing matters related to the acquisition of operations in the US and UK as well as their subsidiaries in Australia, Brazil, Canada, China, and India.

Brookstone \$180M Sale of Assets

Represented Brookstone, a national specialty retailer of distinctive consumer products, in connection with the approximately \$180M sale of substantially all of its assets to a consortium of Chinese investors following its filing for Bankruptcy protection.

Leader in Supply, Repair, and Servicing of Oil and Gas Fields Restructuring

Represented a leader in the supply, repair and servicing of oil and gas field, industrial, coal mine and agricultural products and equipment in connection with the restructuring of its credit facility; Represented the company in connection with the redemption of all of the issued and outstanding minority interests.

Paint Manufacturer Disposition of Assets

Represented manufacturer of non-toxic, high performance paint, in connection with the disposition of certain assets.

University Acquisition of Technology and IP Assets

Represented New England-based, internationally-recognized university in its acquisition of certain technology and intellectual property assets.

Allen & Gerritsen, Inc. Acquisition

Represented Allen & Gerritsen, Inc., a Boston, Massachusetts-based advertising agency, in its acquisition of another advertising firm. Closed senior and subordinated loan financings to support the acquisition.

eviti, Inc. Private Offering in Bridge Financings and Merger

Represented eviti, Inc., the creator of an evidence-based advanced decision support oncology platform, in connection with its private offering in a bridge financing of convertible promissory notes; Represented eviti, Inc. in connection with its merger with its principal stockholder.

Investment Management Firm Equity Financing

Represented an investment management firm focused on seeking solid financial returns from funds with lasting social and environmental impact in an equity financing with multiple closings.

Hydropower Company Equity Financing

Represented a leading New England-based hydropower company that develops, operates and manages small-scale regional and local hydroelectric facilities in its initial equity financing with multiple closings.

Financial Software and Technology Company Common Stock Offering

Represented a New York City-based financial software and technology company in a common stock offering to new and existing investors.

Family-Owned Supermarket Company Corporate Governance and Contractual Matters

Advised prominent New England-based family-owned supermarket company in connection with corporate governance and contractual matters during prolonged shareholder dispute and eventual ownership restructuring.

Blog Posts: What's Market?

This blog keeps you connected to trends in M&A Provisions and informed of shifting developments in the M&A world.

March 23, 2020

Ten Things You Need to Know About Force Majeure Now

In the social and economic fallout from the Coronavirus, businesses are assessing how best to address their commercial relationships, especially where potentially insurmountable barriers to performance loom large. One clause that concerns performance impossibility has gained increasing recognition in...

Publications

August 19, 2020

Update on Main Street Program: Companies for Which a Main Street Loan Could Be a Good Fit

August 5, 2020

Court Partially Excuses Tenant's Rent Obligations During COVID Shutdown

March 23, 2020

Ten Things You Need to Know About Force Majeure Now

October 2015

What's Market? Update: Securities