











**ROBINSON & COLE** LLP  
ATTORNEYS AT LAW

## DEAL REPORT

Second Quarter 2013

While the first half of 2013 saw an overall slowdown in M&A activity, buyers continue to actively pursue deals that promise to deliver the best long-term value. Companies across all industries and locations are highly focused on strategic investments, with business leaders strongly favoring deal certainty, speed, and agility. Opportunities in the technology sector, including analytics, cloud, mobile, and social media, remain dominant. Throughout this period, Robinson & Cole's Deal Team has continued to support its clients' strategic initiatives. Examples of recent transactions include the following:

<p><b>PRIVATE EQUITY</b></p>  <p>Represented Alta Equity Partners, a Boston-based private equity firm, in connection with its equity investment in Reach Analytics, LLC, a leading provider of predictive analytics modeling and data solutions.</p>	<p><b>PRIVATE EQUITY</b></p>  <p>Represented Datto, Inc., a leading provider of backup, disaster recovery, and intelligent business continuity solutions, in connection with its \$25 million Series A Preferred Stock offering led by General Catalyst Partners.</p>	<p><b>PRIVATE EQUITY</b></p>  <p>OTOHARMONICS</p> <p>Represented Otoharmonics Corporation, a medical device company, in connection with its Series A Preferred Stock financing.</p>
<p><b>MERGERS &amp; ACQUISITIONS</b></p>  <p>Represented EDAC Technologies Corporation (NASDAQ: EDAC), a leading provider of complex precision rotating and stationary components for aircraft engines and ground turbines, in its acquisition by GB Aero Engine LLC, an affiliate of Greenbriar Equity Group LLC, for an aggregate equity investment of approximately \$104.1 million.</p>	<p><b>MERGERS &amp; ACQUISITIONS</b></p>  <p>Represented Nielsen Holdings N.V. (NASDAQ: NLSN), a leading global provider of media information and analytics, in its sale of Nielsen Expositions to Onex Corporation, a Toronto-based private equity investment firm and holding company, for \$950 million in cash consideration.</p>	<p><b>SECURITIES</b></p>  <p>FuelCell Energy</p> <p>Represented FuelCell Energy, Inc. (NASDAQ: FCEL), a leading manufacturer of high efficiency ultraclean fuel cell power plants, in the sale of convertible notes valued at approximately \$38 million in a public offering underwritten by Lazard Capital Markets LLC and Stifel, Nicolaus &amp; Company, Inc.</p>
<p><b>FINANCING</b></p>  <p>Represented Owlstone Inc., a chemical detection and chemical sensing chip manufacturer, in connection with the issuance of senior secured notes.</p>	<p><b>FINANCING</b></p>  <p>My town, my bank™</p> <p>Represented The Bank of Fairfield in connection with the extension of a senior secured revolving credit facility to a captive finance company.</p>	<p><b>VENTURE CAPITAL</b></p>  <p>Verivo</p> <p>Represented Verivo Software, Inc., a leading provider of enterprise mobility software, in connection with the issuance of Series E-1 Preferred Stock, convertible notes, and warrants.</p>

Robinson & Cole is a leading business law firm with more than 200 lawyers, with offices in the finance, technology, and research-rich corridor from New York to Boston. We serve as U.S. counsel to a range of businesses and investors, from start-ups to Fortune 100 companies.

BOSTON • HARTFORD • NEW YORK • PROVIDENCE • STAMFORD  
ALBANY • LOS ANGELES • NEW LONDON • SARASOTA