SHULMAN ROGERS

Aaron A. Ghais

Shareholder

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CEOs, business owners, and investors turn to Aaron Ghais when they need to get deals done. He leads the Shulman Rogers M&A Practice Group and co-chairs the Business and Financial Services Department, bringing more than 25 years of deal-making experience to every transaction.

Aaron's practice focuses on mergers and acquisitions, venture capital financings, securities offerings, debt financings, recapitalizations, and other strategic transactions for corporate, venture capital, and private equity clients. He has worked on all phases of the deal process, from structuring and negotiation through closing and post-transaction counsel. He also serves as outside general counsel for a number of clients, advises boards on corporate governance, supports entrepreneurs and startup companies from formation through financing, and represents funds investing in emerging growth companies.

A former Am Law 10 attorney, Aaron is regularly recognized in Best Lawyers in America. He is a frequent speaker on M&A topics and current deal market developments, and serves on the ABA's Section of Business Law and Mergers and Acquisitions Committee. He is also a member of the Shulman Rogers Board of Directors and Executive Committee.

BAR & COURT ADMISSIONS

District of Columbia

Maryland

EDUCATION

University of Maryland School of Law, J.D., 1996

University of Chicago, M.A., 1991

University of Maryland, B.A., 1989, *Cum Laude*

Clients consistently describe Aaron as someone who gives them his full attention, provides advice in their best interest even when it's not what they want to hear, and stays with them through every stage of their business. Here's what a few of them have said:

"They knew their way around the issues and provided advice that reflected judgment honed over many years of deal-making. We appreciated their responsiveness and collaborative approach. We always felt like we were their most important client." — Stephen Kaye and Adam Deem, Teak Tree Capital

"Aaron has been my trusted legal advisor since I launched my startup. He's pragmatic and practical, meaning he identifies what issues are important for my business and focuses on those without getting bogged down on points that aren't applicable. On top of all that, he's introduced me into his network and helped me grow my business." — Thomas Prokop, Founder and CEO, Dinocrates Group

"Aaron and his colleagues did an impressive job getting a very complicated deal done for us under challenging circumstances. I will be referring future work to Shulman Rogers for sure." — Sam Corbitt, CFO, Siege Technologies

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Results

Private Equity and Venture Capital

- Represented a prominent private equity firm in the acquisition of television broadcast stations from a well-known broadcast company for approximately $125 million; and assisted in the formation and funding of the acquisition vehicle.
- Represented another prominent private equity firm in the acquisition of a German software company for approximately $130 million, and assisted in the formation and funding of the acquisition vehicle.
- Represented a Maryland-based venture capital fund in numerous preferred stock investments in

middle-market and early-stage companies.

Financial Services

- Represented financial advisory firms in over 24 sale and restructuring transactions.
- Represented financial advisory firm in the acquisition, and later the sale, of an employee benefits practice.

Aerospace & Government Contractors

- Represented the stockholders and second-generation management team of a naval weapons company in a sale to L3 Technologies.
- Represented a marine technology company in a sale by merger to Danaher.
- Represented the founders of a major software reseller in a sale to a private equity-backed rollup acquirer.
- Represented an aerospace company and a special board committee in a merger with another aerospace company, with a transaction value of approximately $75 million.
- Represented stockholders of a successful cryptographic security company in the sale of their stock to one of the largest U.S. government contractors.
- Represented a major U.S. aerospace company in the sale of an unincorporated division to one of the largest Brazilian aircraft manufacturers.

Technology and Biotechnology

- Represented Singapore-based acquisition vehicle in the rollup of tech-based management services and financial technology companies.
- Represented a publicly-traded biotech company in the acquisition of a distressed competitor.
- Represented an innovative biotech company in a series of preferred financing rounds and acquisitions.
- Represented a prominent biotech company in a $325 million sale to a public company.

- Represented a healthcare technology company in a $150 million sale by merger to Press Ganey.
- Represented a healthcare technology company in a sale by merger to Centene.
- Represented, as outside general counsel, a number of middle-market and early-stage technology companies throughout the mid-Atlantic region and nationwide; and assisted many of those companies with private placement transactions.
- Represented a number of technology companies in the negotiation and creation of joint ventures.

Media & Entertainment

- Represented a prominent media company in the acquisition of assets from the then largest Canadian newspaper company for $235 million.
- Represented two cable companies in the sale of their assets to two national cable company owners, for $530 million and $175 million, respectively.
- Represented a leading licensor and publisher of play scripts for major Broadway plays in the acquisition of a competitor.

Energy

- Represented an oil distribution company in a private equity financing and, subsequently, in the acquisition of nearly a dozen competing companies for purchase prices ranging from $5-100 million.

Hospitality & Food Services

- Represented a restaurant and hospitality company in the acquisition of a well-known restaurant chain.
- Represented a major national hotel chain in the sale of non-core assets.
- Represented a leading wholesale produce seller in sale to Coastal Sunbelt Produce.

Real Estate

- Represented a Wall Street investment fund in a tender offer for shares of a public real estate investment trust.

- Represented a number of real estate companies in the negotiation and creation of joint ventures.
- Represented prominent commercial real estate brokerage to Colliers International.

Recognition

- The Best Lawyers in America, Potomac, MD, Corporate Law; Mergers and Acquisitions Law; Securities / Capital Markets Law, 2023-2027
- The Best Lawyers in America, Lawyer of the Year, Washington, DC
    - Mergers and Acquisitions Law, 2027
    - Corporate Law, 2026
- The Daily Record, Business Law Power List, 2024