

Sheppard Mullin Advised AmCheck, Aqua Expeditions, Smart Parking and Other in Recent Deals

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Sheppard Mullin's Corporate practice has closed several transactions recently:

Mergers & Acquisitions

- Represented the independently operated **AmCheck** franchises in Austin, Texas and Las Vegas, Nevada, in their acquisition by Houston-based G&A Partners, a leading national professional employer organization and human resources outsourcing provider. For nearly 19 years, the AmCheck companies have provided human capital management services in payroll, time and attendance, human resources and benefits enrollment, establishing themselves as trusted partners to their clients, building meaningful relationships and providing exceptional service. The team was led by partner Steve LaSala and associate Lauren Ash. Invaluable assistance was provided by partners John Crisp and Gregory Schick and associates Luke Fishman, Matthew Rebelo and Michael Weissnar.
- Represented **Aqua Expeditions** in the sale of a majority stake to Ponant Explorations Group, a world leader in luxury expedition cruises in the small ships segment. Aqua Expeditions is an award-winning small ship expedition company renowned for its exceptional river and ocean cruises in South America, Southeast Asia and more. The team was led by partner David Sands, special counsel Jeff Kaye and associates Coby Shirazi and Karen Shilyan. Other members of the deal team included partners Edward Xia, Peter Park, Keith Gercken, Michael Chan, Ted Cohen, Leo Caseria, Michael Koltonyuk, Dmitriy Chelnitsky and Dimitri Vallindas, associates Brian Egan, Michael Weissnar, Patrick Hao, Zana Operta, Brianna Rodriguez, Fernando Samayoa, Jeff Kozono, Vincent Shin and Megan Ricker.
- Represented Norwegian company **Flokk AS**, the leading manufacturer of high-quality workplace furniture in Europe, in its acquisition of Sparks, Nevada-based Via Seating, a privately held innovative seating specialist. The acquisition marks a key milestone in Flokk's mission to expand and strengthen its position in the US market. The team was led by partners Adam Shipley and Patrick Quine and associate Ines Briand. Invaluable assistance was provided by partners Townsend Bourne, Michael Chan, Dmitriy Chelnitsky, John Crisp, Shawn Fabian, Julia Kadish, Michael Leake, Umar Sattar, Olivier Theard, Carlo Van den Bosch and Reid Whitten and associates Katie Calogero, Jordan Golden, Iman Naieem, Eli Griffen, Chelsea Lim and Michael Weissnar.
- Represented **Smart Parking** in its acquisition of Texas-based Peak Parking, a parking operator that offers parking garage management, valet parking, special events parking, enforcement and consulting services in 134 sites across the U.S. Smart Parking, a publicly listed company on the Australian Securities Exchange with offices in Australia, New Zealand, Germany, Denmark and the U.K., is a pioneer in technology innovation within the parking management sector, operating and managing tens of thousands of parking spaces using license plate recognition technology. The team was led by partners Ed Xia and David Sands and associates Karen Shilyan and Zana Operta, with assistance from partners Keith Gercken, Robert Hough, Shawn Fabian,

Matthew McCalip, Michael Chan, Kyle Mathews and Douglas Svor, special counsel Elfin Noce and Sally Elshihabi, and associates Megan Ricker, Brianna Rodriguez, Brian Egan, Michael Weissnar, Rabia Paracha and Umar Sattar.

- Represented **Sunbelt Modular Inc.**, a portfolio company of Littlejohn & Co. and a leading producer of high-quality and sustainable modular building solutions, in its acquisition of Texas-based BRITCO Structures, USA. The addition of the BRITCO facility exemplifies Sunbelt's commitment to growing into a national platform offering a full suite of high-quality custom and stock modular building solutions. The team was led by partner Shon Glusky and included partners Dmitriy Chelnitsky, Lindsay Ferguson, Keith Gercken, Julia Kadish, Sean Kirby, Michael Leake, Patrick Quine, Olivier Theard and Carlo Van den Bosch, special counsel Carol Archer and associates Brian Egan, Jordan Golden, Michael Thaxter, Michael Weissnar and Ines Briand.
- Advised **Cryogenic Machinery Corp.**, a specialized designer and manufacturer of mission-critical cryogenic centrifugal pumps, mechanical seals and accessories, in its sale to Dover (NYSE:DOV), a diversified global manufacturer delivering innovative equipment and components, consumable supplies, aftermarket parts, software and digital solutions and support services. The acquisition will become part of the Pump Solutions Group business within Dover's Pumps & Process Solutions segment, expanding Dover's presence in the cryogenic end market and industrial gas and transportation markets. The team was led by partners Rambod Peykar and Larry Braun and associate Jeffrey Kozono. Invaluable assistance was provided by partners Frank Dworak, Michael Chan, Ed Xia, special counsel Elfin Noce and associates Michael Weissnar, Brian Egan and Brianna Rodriguez.

Public Offerings

- Advised **The Benchmark Company** as underwriter in Odysight.ai Inc.'s \$23.7 million Initial Public Offering of Common Stock. Odysight.ai's common stock is listed on the Nasdaq Capital Market under the symbol "ODYS". Odysight.ai is a pioneering developer of AI systems for Predictive Maintenance and Condition-Based Monitoring. The company intends to use the net proceeds from this offering for expanded research and development, increased sales and marketing and working capital. The team was led by partners Richard Friedman, Stephen Cohen and Jonathan Meyer and associates Nazia Khan, Ashton Wiebe, Keren Baruch, Leora Ghadoushi, Serena Nazarian and Maximillian Fuery. Partner James Gatto provided advice on intellectual property matters.
- Also represented **The Benchmark Company** as underwriter in connection with Aether Holding, Inc.'s \$7.74 million Initial Public Offering of Common Stock. Aether Holdings (NASDAQ:ATHR) is an emerging financial technology holding company that transforms the way investors navigate the markets. Leveraging decades of market expertise and its flagship platform, SentimenTrader.com, Aether delivers proprietary tools, data and research to empower traders with actionable insights and enhanced decision-making capabilities. The team was led by partners Richard Friedman and Stephen Cohen, special counsel Daniel Clausen and associate Seth Leming

Attorneys

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Practice Areas

Capital Markets

Corporate

Joint Ventures and Strategic Alliances

Mergers and Acquisitions