



David M. Czarnecki

Member

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With over 15 years of extensive transactional experience, Dave is exceptionally proficient in guiding clients through a wide range of transactions, including mergers and acquisitions, private equity transactions, venture capital financings, joint ventures, and entity formations.

Dave's experience also includes a strong background in taxation and finance, which allows him to bring an uncommon perspective to structuring transactions and creating equity structures from both a tax and an economic perspective.

From start-up venture through ultimate exit, Dave's practice includes a special emphasis on advising companies on a wide range of legal matters, including formation, taxation, capitalization, equity incentive plans, employee compensation, corporate governance, and securities issuances.

Representative Matters

- Represented **Pharmalucence, Inc.**, a manufacturer of human injectable pharmaceuticals, in connection with its sale to Sun Pharmaceuticals.
- Represented **erecruit, LLC**, an emerging leader in enterprise staffing software and vendor management systems, in connection with a \$25M capital raise, led by North Bridge Growth Equity.
- Represented **Noteflight, LLC**, an online community dedicated to reinventing the way people create, share and use written music, in connection with its sale to Hal Leonard Corporation.
- Represented **Pixtronix, Inc.**, a developer of multimedia display screens for phones, tablets and laptops, in connection with its sale to Qualcomm, Inc.
- Represented **Hastings Equity Partners** in connection with its acquisition of a controlling interest in Artexoma Logistics, Inc., a provider of fluid management services to oil and gas

Education

Washington University School of Law, J.D. (*Order of the Coif*)

New York University School of Law, LL.M. in Taxation

Clarkson University, B.S. (*graduated with distinction*)

Admissions

Massachusetts Bar

Practice Areas

- Corporate
- Employment
- Executive & Professional Representation
- Mergers & Acquisitions
- Private Investment Funds & Advisers
- Startups & Emerging Companies
- Tax Planning
- Venture Capital

Industries

Cannabis

production companies.

FinTech

Life Sciences

Medical Devices

Speaking Engagements

Moderator, *Alternatives to M&A: Recaps, Generational Transfers, ESOPs, Targeting a Single-Buyer & More*, XPX New England

Panelist, *Stepping Away from the Closely Held Business*, Massachusetts Bar Association

Moderator, *M&A War Stories: Unexpected Challenges and Creative Solutions*, XPX New England

Panelist, *S Corp Redemptions: Characterization, Tax Consequences Post-Tax Reform, Application of Sections 302 and 301*, Strafford

Panelist, *Should Venture Capital Take Another Look at The Use of Alternative Entities*, ABA Business Law Section Annual Meeting 2018

Speaker, *Meeting of the Venture Capital Financing Subcommittee*, ABA Business Law Section Spring Meeting

Panelist, *T&C's Made Simple*, 2018 VC and M&A Forum

Panelist, *Early Stage Funding*, MassChallenge Bridge to Rhode Island Bootcamp

Presenter, *Venture Backed M&A Waterfall Analysis: Understanding the Impact of Preferred Stock Terms on the Allocation of Transaction Proceeds*, Morse

Speaker, *Choice of Business Entity and Tax Basics*, Babson College

Publications

PPP Fund Exhausts; Important PPP Update for Partnerships and LLCs, COVID-19 Alert

An Overview of the Golden Parachute Payment Rules

Tax Reform and Choice of Business Entity, *Xconomy*

Limited Application of Covenant of Good Faith and Fair Dealing in Earn-outs