



## Scott R. Bleier

Member

Direct 781-697-2297

Fax 781-622-5933

Waltham, MA

Boston, MA

sbleier@morse.law

As a veteran member of the Firm's Corporate Practice Group, Scott focuses on the representation of entrepreneurs, start-up and emerging growth companies, and venture capital investors.

His specialties include corporate and securities law, private financings, and mergers and acquisitions. Because his practice spans the entire life cycle of a company, Scott has in-depth experience advising not only new start-ups but also in guiding maturing companies seeking liquidity through a public offering or a sale. Scott has worked with technology companies in a wide range of industries, including software, e-commerce and internet, life sciences, biotechnology, retail, consumer products, manufacturing, and healthcare information and management. He serves as outside general counsel to many clients, advising their boards of directors and their senior management on matters such as company formation, founder equity structures, financings, corporate governance and compliance, equity-based compensation strategies, and commercial transactions. Regularly representing these clients in mergers and acquisitions, Scott's wide experience includes a significant number of sales transactions with large public companies.

Devoting a substantial portion of his practice to representing venture capital investors, Scott is particularly skilled in negotiating and structuring portfolio company investments on their behalf. Fittingly, he teaches venture capital financing as an adjunct professor at Boston University School of Law. Additionally, Scott is chair of the Venture Capital Financing Subcommittee of the Business Law Section of the American Bar Association, and is an active participant in, and regular contributor to, the Mergers and Acquisitions Subcommittee. Scott has also served as a judge and mentor for the MIT \$100K Entrepreneurship Competition and for the NEBA (f.k.a. SBANE) Innovation Awards.

Scott is a frequent guest speaker on entrepreneurship, start-up companies, and financings, addressing audiences in venues as varied as at the Cambridge Innovation Center, Swissnex

### Education

Columbia University School of Law, LL.M., Harlan Fiske Stone Scholar

Boston College Law School, J.D., *cum laude*

Colgate University, B.A.

### Admissions

Massachusetts Bar

### Languages Spoken

Fluent in French

Proficient in German

### Practice Areas

Corporate

Mergers & Acquisitions

Startups & Emerging Companies

Venture Capital

### Industries

Consumer Goods & Services

FinTech

Boston, the MIT Enterprise Forum and the American Bar Association. He also regularly writes on topics relating to start-up companies and corporate law. You can follow Scott at [@BleierLaw](#).

## Representative Matters

### Mergers and Acquisitions:

#### *Seller representation*

- Represented **Princeton Optronics, Inc.** in connection with its acquisition by Heptagon Micro Optics Pte Ltd.
- Represented **Geovantage, Inc.** in connection with its acquisition by KeyW Corporation.
- Represented **Avekxa, Inc.** in connection with its acquisition by EMC Corporation (New York Stock Exchange: EMC).
- Represented **Reflexion Networks, Inc.** in connection with its acquisition by Sophos Group plc (London Stock Exchange: SOPH).
- Represented **Kasalis Inc.** in connection with its acquisition by Jabil Circuit, Inc. (New York Stock Exchange: JBL).
- Represented **Whitney, Danforth & Stark Associates, Inc.** (d/b/a Pursuit Consulting Group) in connection with its acquisition by IMS Health Incorporated (New York Stock Exchange: IMS).
- Represented **Expressor Software Corporation** in connection with its acquisition by Qlik (Nasdaq: QLIK).
- Represented **Intelligent Bio-Systems Inc.** in connection with its acquisition by Qiagen (Nasdaq: QGEN).
- Represented **Tivoli Audio, LLC** in connection with its acquisition by Serruya Private Equity.
- Represented **Digital Results Group, Inc.** in connection with its acquisition by Novetta, Inc.
- Represented **Results Digital LLC** in connection with its acquisition by MARC USA, Inc.
- Represented **Groove Networks, Inc.** in connection with its acquisition by Microsoft Corporation (Nasdaq: MSFT).
- Represented **eDocs, Inc.** in connection with its acquisition by Siebel Systems, Inc. (subsequently acquired by Oracle Corporation – Nasdaq: ORCL).
- Represented **Radyne Corporation** (Nasdaq: RADN) in connection with its acquisition by Comtech Telecommunications Corp. (Nasdaq: CMTL).
- Represented **The Robbins Company** in connection with its acquisition by Tharpe Holding Company.
- Represented **Authentica, Inc.** in connection with its acquisition by EMC Corporation (New York Stock Exchange: EMC).
- Represented **Geovantage, Inc.** in connection with its acquisition by Deere & Company (New York Stock Exchange: DE).
- Represented **New Media Strategies, Inc.** in connection with its acquisition by Meredith Corporation (New York Stock Exchange: MDP).
- Represented **Lycos, Inc.** in connection with the sale of Quote.com to Interactive Data Corporation (New York Stock Exchange: IDC).

HealthTech  
Internet of Things  
Life Sciences  
Media & Entertainment  
Software-as-a-Service

## Recognition



Massachusetts Super Lawyers  
2021–2024

- Represented **Revivio, Inc.** in connection with its acquisition by Symantec Corporation (Nasdaq: SYMC).

*Buyer representation*

- Represented **CG International, B.V.** (wholly-owned subsidiary of Crompton Greaves Ltd. – Bombay Stock Exchange: Crompton) in connection with its acquisition of M.S.E. Power Systems, Inc.
- Represented **SDL plc** (London Stock Exchange: SDL) in connection with its acquisition of Idiom Technologies Incorporated.
- Represented **Verisign, Inc.** (Nasdaq: VRSN) in connection with its acquisition of m-Qube, Inc.
- Represented **NEC Corporation** (Tokyo Stock Exchange: 6701) in connection with its acquisition of NetCracker Technology Corporation.

**Venture Capital Financings:**

*Investor Representation*

- Represented **Avalon Ventures** in connection with its preferred stock financing of Node Inc.
- Represented **Fenway Summer Ventures** in connection with its preferred stock financing of Ittavi, Inc.
- Represented **Fenway Summer Ventures** in connection with its preferred stock financing of Sipree, Inc.
- Represented **ACT Fund Cooperatief** in connection with its preferred stock financing of Monument Labs Inc.
- Represented **ACT Fund Cooperatief** in connection with its preferred stock financing of App Samurai Inc.
- Represented **Avalon Ventures** in connection with its financing of Rexby Inc.
- Represented **Avalon Ventures** in connection with its financing of Backupify, Inc.
- Represented **Avalon Ventures** in connection with its financing of Chart.io, Inc.
- Represented **Avalon Ventures** in connection with its financing of Getabl Inc.
- Represented **Avalon Ventures** in connection with its financing of Kinvey Inc.
- Represented **Avalon Ventures** in connection with its financing of Selectable Media Corp.
- Represented **Avalon Ventures** in connection with its financing of Orion Labs, Inc.
- Represented **Avalon Ventures** in connection with its financing of Redbooth, Inc.
- Represented **Avalon Ventures** in connection with its financing of Edgemakers Inc.
- Represented **Avalon Ventures** in connection with its financing of Memrise, Inc.
- Represented **Avalon Ventures** in connection with its financing of Connected Sports Ventures, Inc.
- Represented **Fenway Summer Ventures** in connection with its financing of One Financial Holdings Group, Inc.
- Represented **Fenway Summer Ventures** in connection with its financing of XOR Data Exchange, Inc.

- Represented **Pelion Ventures** in connection with its financing of ObservePoint, Inc.
- Represented **Pelion Ventures** in connection with its financing of Omadi, Inc.
- Represented **Pelion Ventures** in connection with its financing of Blynscy, Inc.
- Represented **NextView Ventures** in connection with its financing of Rexby Inc.
- Represented **Sigma Capital Partners** in connection with its financing of Wordstream, Inc.
- Represented **212 Capital Partners** in connection with its financing of Solvoyo Co.

#### *Company Representation*

- Represented **DraftKings, Inc.** in connection with the sale of shares of its Series D Preferred Stock to the National Hockey League, Major League Baseball and FOX Sports.
- Represented **Shareaholic, Inc.** in connection with multiple financing rounds with investors including NextView Ventures, General Catalyst Partners and Kepha Partners.
- Represented **Piaggio Fast Forward** in connection with the sale of shares of its Class A Common Stock to Piaggio & C. SpA (Borsa Italiana: PIA).
- Represented **Prevalent Networks** in connection with the sale of shares of its Series A Preferred Stock to Fulcrum Equity Partners.
- Represented **Yottaa, Inc.** in connection with multiple financing rounds with investors including Intel Capital Corporation, General Catalyst, Stata Venture Partners and Cambridge West Ventures.
- Represented **Silverlink Communications, Inc.** in connection with multiple financing rounds with investors including Sigma Partners, HLM Venture Partners and Kaiser Foundation Hospitals.
- Represented **Avekxa, Inc.** in connection with multiple financing rounds with investors including Charles River Ventures, FTVentures, FirstMark Capital and Harmony Partners.
- Represented **FitBit, Inc.** in connection with the sale of shares of its Series A-1 Preferred Stock to True Ventures.
- Represented **TraceSecurity, Inc.** in connection with the sale of shares of its Series C Preferred Stock to Maple Leaf Funds.
- Represented **Conversen, Inc.** in connection with the sale of shares of its Series A Preferred Stock to Aggressive Technology Fund, LLC.
- Represented **nTag Interactive Corporation** in connection with the sale of shares of its Series A Preferred Stock to Sevin Rosen Funds and Pilot House Ventures.
- Represented **Whaleback Systems Corporation** in connection with the sale of shares of its Series A Preferred Stock to Ascent Venture Partners.

Show More

## **Affiliations**

Independent Film Society of Boston, Board of Directors and General Counsel

Bridge Repertory Theater of Boston, Board of Directors and General Counsel

MIT 100K Competition, Mentor

NEBA (f.k.a. SBANE) Innovation Awards, Mentor

Private Equity/Venture Capital and Mergers and Acquisitions subcommittees of the American Bar Association

## Speaking Engagements

Moderator, *M&A Market Update*, 2019 VC and M&A Forum

Speaker, *Recent Developments Impacting Incubators and Accelerators*, ABA Business Law Section Spring Meeting 2019

Speaker, *Intro to Venture Capital*, TiE ScaleUp

Moderator, *Diversity and Impact Investing: Key Drivers for Economic Growth*, Northeast Clean Energy Council's Investor and Corporate Partner Readiness Webinar Series

Moderator, *Corporate Venture Capital: Unique Opportunities and Special Considerations for Startup Companies*, Morse Panel at CIC

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

Moderator, *M&A Market Update*, 2018 VC and M&A Forum

Moderator, *Private Equity and Venture Capital*, ABA Business Law Section Annual Meeting

Moderator, *Roadmap of a Venture Capital Deal*, ABA Business Law Section

Moderator, *Tales from the Trenches: Reflections on Successful Exits*, Morse Panel at CIC

Panelist, *Trends in the Funding Environment in New England*, The Startup Coalition

Moderator, *Start-Ups, Emerging Companies and Health Technology Innovation Forecast for 2017*, Thomson Reuters Northeast M&A and Life Sciences Innovation Forum

Panelist, *Negotiating Term Sheets and Valuations*, The Startup Coalition

Moderator, *Series A Venture Capital Financing: A Review of 2015 and A Look Forward to 2016*, Morse Panel at CIC

Moderator, *Summer Angel / Entrepreneur Panel – Pitfalls, Perspectives and Possibilities of Angel Investments*, Morse Panel at CIC

Moderator, *Stories from Formation to Exit*, CIC / TiE Boston

Presenter, *Legal Perspectives on Conducting Business in the U.S.*, swissnex Boston

Moderator, *Series A Venture Capital Financing: A Review of 2014 and What to Expect in 2015*, Morse Panel at CIC

Moderator, *Charting a Course from Start-Up to Successful Exit*, Morse Panel at CIC

Panelist, *Building Business Organizations: LLCs, LLPs, Limited Partnerships & Corporations*, MCLE New England

Presenter, *What's It Worth: Valuations, Terms Sheets & Partnerships*, TechSandBox

Presenter, *National Venture Capital Association (NVCA) standard form update*, ABA Annual Meeting

VIDEO: Scott Bleier discusses Deal Structure in M&A transactions.

## Publications

Is it Appropriate to Ask an Investor to Sign an NDA?

PPP Application Period Ends; Treasury Department Releases Revised Forgiveness Application Forms and Revises Regulatory Standards Related to PPP Loan Forgiveness, *COVID-19 Alert*

PPP Update: Treasury Department Releases New Regulations Related to PPP Forgiveness, *COVID-19 Alert*

Treasury Department Releases PPP Loan Forgiveness Application Form: Technical Aspects of PPP Loan Forgiveness Explained, But Questions Remain, *COVID-19 Alert*

Paycheck Protection Program Update: What the Question 46 Guidance Means for Recipients of PPP Loans Under \$2 Million, *COVID-19 Alert*

Treasury Department Announces Safe Harbor for PPP Borrowers with Loans of Under \$2 Million, *COVID-19 Alert*

The Continued Evolution of the NVCA Documents: A Summary of Major Changes

Venture Capital Firms Defend Significant Appraisal Award on Appeal, *ABA's Business Law Today*

M&A Non-disclosure Agreements: Drafting Considerations for Buyers and Sellers

Startup Legal Outlook Q&A with Scott Bleier – Veteran Startup Lawyer, *LinkSquares, Inc., The Contract Intelligence Blog*

The Evolution of the NVCA Documents: A Brief Description of the Changes to the Crowdsourced Gem of Venture Capital Practice

Case Study of In Re Nine Systems Shareholders Litigation, *The Business Lawyer, ABA, Fall 2015*

Kind of a Drag: Recent Delaware Decision Underscores Importance Of Following Procedural Rules Of Contracts

From Trados to Nine Systems: And Now for Something Completely Different

Materiality Scrape Provisions in Merger/Acquisition Agreements

When Nothing is Fair: In re Trados and the Fiduciary Duties of Investor Directors

On the Trail of Fairness: The Lessons of Bloodhound

The "Acqui-hire" Trend: Issues for Founders and Investors and Drafting Options