

Thomas A. Cournoyer | Partner
Corporate

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Thomas concentrates his practice on business and corporate law matters, including mergers and acquisitions; private equity sponsors and their portfolio companies; public and private securities offerings and other financings; securities regulation compliance and corporate governance matters; general business matters, including business formation and planning; and commercial agreements. He also represents pro bono clients in Special Immigrant Juvenile Status cases, including family court proceedings and immigration court removal proceedings.

Thomas serves as a member of the firm's New York Attorney Recruiting Committee.

Thomas is proficient in Spanish.

Select Engagements

- **J.F. Lehman & Company, LLC**, a NY-based private equity firm, in several significant transactions, including:
 - acquisition of 100 percent of the outstanding equity interests of International Marine & Industrial Applicators, LLC and Craft and Technical Solutions, LLC (collectively, "IMIA") from IMIA Group, Inc.
 - acquisition of the heavy equipment and mining divisions of Oldenburg Group Incorporated.
 - acquisition of API Technologies Corp. (NASDAQ: ATNY) a leading provider of high performance RF, microwave, millimeter wave, power, and security solutions.
 - acquisition of American Scaffold, a leading provider of scaffolding systems and environmental containment solutions for the

- maintenance, repair, and overhaul of U.S. Government vessels.
- acquisition of Ravn Air Group, a regional air transportation provider in the niche geographic market of Alaska.
- **Victor Capital Partners**, a middle-market private equity firm that invests in branded businesses in the industrial, consumer, and services sectors, in several transactions, including:
 - its investments in the Rizzo Group and CodeGreen Solutions, leading providers of building code and zoning compliance, inspection services, energy management and sustainability services for the commercial real estate industry.
 - its acquisition of Tender Corporation, which sells a range of best-in-class branded consumer products, including outdoor and consumer packaged goods, with trusted brands in safety, preparedness and first-aid.
 - its acquisition of PrimaLoft Inc., a materials science company specializing in advanced branded technical products including insulation, fabric, and yarn for outdoor, fashion, and other industries.
- **Ladenburg Thalmann Co. Inc.**, an investment bank offering a full suite of investment banking and capital markets products and services, including proprietary equity research and a fixed-income trading desk, in several transactions, including:
 - as sales agent in connection with an up to \$500 million at-the-market offering of common stock for Oxford Lane Capital Corp. Oxford Lane Capital Corp. is a non-diversified closed-end management investment company that has registered as an investment company under the 1940 Act.
 - as representative of the underwriters in connection with a \$37.5M public offering of notes by Saratoga Investment Corp., a specialty finance company that invests primarily in leveraged loans and mezzanine debt issued by private U.S. middle-market companies.
 - as representative of the several underwriters, in connection with the \$40,000,000 public offering of 6.25% Notes due 2025 of Saratoga Investment Corp.
 - as representative of the several underwriters, in connection with the \$28,750,000 follow-on public offering of common stock of Saratoga Investment Corp. Saratoga is a specialty finance company that invests primarily in leveraged loans and mezzanine debt issued by private U.S. middle-market companies.
- **Ryder System, Inc.**, in its acquisition of the MXD Group, an e-commerce fulfillment provider with a national network of facilities, including last mile capabilities.
- **Ravn Air Group, Inc.**, a portfolio company of J.F. Lehman & Company, in the purchase of the assets of Peninsula Airways, Inc., a regional Part 121 airline operating passenger, freight, and charter flights to seven destinations in Southwest Alaska and the Aleutian and Pribilof Islands.
- **World Wide Registration Systems, Inc.** (dba Expo Logic), a global event technology and service company specializing in integrated registration, lead retrieval and attendee tracking solutions, in its sale to Community Brands, a

leading provider of cloud-based software solutions for associations, nonprofits, K-12 schools and faith-based groups.

- **Safe Passage Management LLC**, a provider of intraoperative neurophysiological monitoring (“IONM”) services, employing approximately 135 clinicians, reading physicians and support staff, in its sale to an affiliate of NuVasive, Inc., a Delaware publicly traded corporation and a leading provider of hardware, software and IONM services utilized in spine and other surgeries.

Admissions

- New York

Education

- Duke University, BA
- Fordham University School of Law, JD

Professional Activities

Thomas works with our litigation group in representing pro bono clients through the firm’s relationship with Kids In Need of Defense (“KIND”), representing pro bono clients in Special Immigrant Juvenile Status cases, including Family Court proceedings and Immigration Court removal proceedings.

Languages

- Spanish