

High-Tech

In today's rapidly changing technology ecosphere, clients demand a partner with technical depth, legal innovation, and global insights. International law firm ZAG-S&W is that partner.

With locations in the U.S., Israel, China, and London, we offer clients access to lawyers working from major technology hubs and well versed in all the relevant business, legal and regulatory issues in which high-tech clients do business.

We have a long and successful track record in shaping the high-tech industry and representing clients from across many sectors, including software, hardware, 3D, internet, mobile, apps, life sciences, medical device, pharmaceuticals, biotech, medtech, cyber and many more. Whatever the size, whatever the industry, we deliver.

We work closely together with our global offices to advise start-ups and multinationals, private companies and publicly listed corporations, founders, investors, angels, financial institutions, venture capital funds, first-time and serial entrepreneurs throughout all stages of their businesses, wherever they are.

Seamlessly and effectively cooperating with all our offices and departments, we provide high-tech clients with the full range of strategic corporate advice along their journeys. From the moment of incorporation to any leveraged buyout or "exit," we support them in relation to strategic alliances and collaborations, joint ventures, M&A transactions, licensing, intellectual property, seed financing to public offerings, private equity, venture capital, tax, labor, real estate, and much more. Our understanding of regulations and extensive relationships with regulators ensure that these transactions are properly, effectively and commercially structured.

We combine this unrivaled depth of experience with a

strong professional network, which plays an essential role for companies and investors in the high-tech space. Through our global offices and extensive links to serial entrepreneurs, technology companies, investors and leading strategic players, we bring together the right people and the right resources to help foster strategic collaborations that elevate our clients' businesses to greater heights.

Representative Client Work - Israel

- Tomatech R&D (Israel) Ltd., dynamic Seed House which produces high quality hybrid tomato seeds, In a transaction investment and purchase of membership interests of Tomtech LLC, the US parent company of Tomatech R&D (Israel), such that following said transactions, the investor shall hold 50% of Tomtech LLC
- SimilarWeb, leading information technology company in all the legal aspects of the acquisition of Silicon Valley-based mobile intelligence company Quetra for the amount of \$10 Million and equity, and plans to integrate its app insight technology into its own platform
- SimilarWeb in the acquisition of WOT Service, a Finnish company which owns and operates the online service MyWOT.com. The acquisitions was structured as an assets sale transaction and required cross border expertise on privacy matters as well as negotiations with some of the industry's global major players
- Easypark in the acquisition of the Israeli parktech startup, PARKO. PARKO brings a big data solution to finding parking, providing comprehensive real-time parking availability information. ZAG-S&W assisted Easypark in this technology purchase agreement, including negotiating, drafting the agreement through this complex process and Due Diligence.

- XJet, an innovator and veteran of the inkjet printing industry, in 2 financing rounds, in which the company raised a total amount of US\$13 Million, led by existing investors and new Chinese investors
- XJet In an investment round of \$25 Million led by Israeli-Chinese private equity fund Catalyst CEL and design software maker Autodesk. Autodesk is a well-known titan of the startup world and one of its reigning unicorns
- Medaware solutions identify and prevent prescription errors in real time was represented in a financing round in an aggregate amount of US\$7 Million led by several investors, as the American company Becton and the Chinese Investment fund “Forbon”
- Ossio Ltd., Medical Device company, in an US\$13 Million financing round from Ortho Vision, LLC.
- Biologic Design Ltd., a biopharmaceutical company, in licensing transactions with worldwide leading Pharma companies. The financial potential the transactions is estimated in tens of millions of dollars
- Retailix, Ltd., an independent provider of software solutions to retailers and distributors worldwide, in:
 - its approximately \$23 million acquisition of TCI Solutions, Inc., a provider of software for supermarket operators with pricing, promotion, order/vendor management and analysis capabilities
 - its acquisition of Integrated Distribution Systems, LLC, a provider of integrated enterprise software solutions for the wholesale grocery, convenience store and food service distribution industries

Representative Client Work - U.S.A

Emerging Companies

- Represented a privately held fiber optics and wireless communication sub-component manufacturer when it was acquired by a publicly traded company for \$77

million

- Represented a privately held communications company when it was acquired by a publicly traded corporation for aggregate consideration of \$175 million
- Secured complex source code cross-licensing arrangements for a developer of software used in the commercial real estate market
- Represented an Australian engineering software development company in a dispute concerning the theft of confidential, proprietary and trade secret information
- Facilitated a telecommunications company’s IPO and counseled on other offerings of equity and debt securities valued at more than \$5 billion
- Helped an Israeli smart-card technology company successfully challenge a government award decision in the Electronic Passport program
- Provided international and domestic tax counsel to the leading global developer of product lifecycle management (PLM) solutions
- Represented venture-backed parallel file system software company in financing rounds totaling more than \$30 million and in negotiating multi-million dollar OEM, licensing and distribution transactions
- Represented software company in the multi-million dollar sale of its U.S., Irish and U.K. assets and shares to a publicly traded Israeli company
- Represented developer of polymer photovoltaic products in its \$18 million Series C round of financing

Venture Capital

- Represented a Massachusetts-focused seed and early-stage venture firm in numerous portfolio company

investments in the software, communications, life sciences and material sciences sectors

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- Assisted major financial services firm in strategic venture investments of more than \$225 million in international telecommunications companies
- Represented a group of venture capital investors in financing rounds aggregating \$21.5 million in early-stage funding for a medical technology company developing an innovative, percutaneous approach for delivering heart valves to treat late-stage aortic stenosis
- Represented a leading venture capital fund with more than \$1.6 billion in committed capital under management; facilitated the fund's first "going-private" transaction with a publicly traded enterprise
- Represented a venture capital firm in connection with due diligence analyses related to a number of medical device technologies, including spinal implants, ocular lens implants, vascular grafts, aortic valve replacements and cardiac ablation devices
- Represented a syndicate of life sciences venture capital firms in a series of multi-million dollar bridge financings followed by a \$4.4 million financing round and recapitalization for a developer of disposable catheter products for the treatment of cardiovascular disorders using laser energy

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