



Todd Criger

Of Counsel

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Todd Criger effectively and efficiently represents public and private companies in buy-side and sell-side mergers and acquisitions.

He has represented issuers and underwriters in initial public offerings, and he has helped complete numerous organizational and ownership restructurings and joint ventures. Todd also counsels clients on matters concerning securities law disclosure and compliance, corporate governance, and business formation matters.

Prior to joining Holland & Hart, Todd practiced in the corporate group of Latham & Watkins LLP in Chicago, Illinois. Having also previously worked as a certified public accountant with KPMG LLP, he understands business needs from a variety of perspectives and can make sure his clients receive the benefit of his experience.

PRACTICES

Corporate
Mergers and Acquisitions
Securities and Capital Markets

EDUCATION

University of Texas School of Law, J.D.,
2006
With honors

Townes-Rice Scholar (Full-Tuition
Scholarship)

University of Kansas, B.S., 1999
Business Administration and Accounting,
With distinction

BAR ADMISSIONS

Colorado

EXPERIENCE

Mergers and Acquisitions

Todd represents public and private companies with a variety of corporate transactions, including:

- Mergers and acquisitions
- Organizational and ownership restructurings
- Joint ventures

Securities and Capital Markets

Todd assists clients with securities and capital markets transactions and related matters, including:

- Initial public offerings
- Securities law disclosure and compliance

Corporate Law

Todd counsels clients in all phase of corporate law, including:

- Corporate governance
- Business formation
- Debt and equity financing

CLIENT RESULTS

Mergers and Acquisitions Transactions

Represented the Special Committee of Genentech, Inc.'s Board of Directors in a \$46.8 billion take-private tender offer acquisition by Roche Holdings, Inc.

Represented Nicor Inc. in a \$3.1 billion merger with AGL Resources Inc.

Represented WPX Energy, Inc. in the sale of its subsidiary, WPX Rocky Mountain LLC, to Terra Energy Partners LLC for \$910 million

Represented GTCR Golder Rauner, LLC in an \$828 million tender offer acquisition of Protection One, Inc.

Represented RagingWire Data Centers, Inc. in an equity rollover and \$350 million merger with a subsidiary of NTT Communications Corporation

Represented Golden Minerals Company in a \$350 million stock and cash "merger of equals" with ECU Silver Mining Inc.

Represented UMB Financial Corporation in a \$180 million stock and cash merger with Marquette Financial Companies

Represented Petroleum Development Corporation (dba PDC Energy) in a \$174 million sale of Permian Basin oil and gas properties to COG Operating LLC

Represented Westmoreland Coal Company in its acquisition of the San Juan Mine from BHP Billiton New Mexico Coal, Inc.

Represented ProPay, Inc. in a merger with a subsidiary of Total System Services, Inc.

Represented Absolute Security Incorporated in the sale of its security alarm system business to a subsidiary of Tyco International Ltd.

Represented American Covers, Inc. dba Handstands in an equity rollover and merger with a subsidiary of Trivest Partners V, L.P.

Represented Quantum Loyalty Solutions, Inc. and Mightyticket.com, Inc. in the sale of their businesses to Fandango Loyalty Systems, LLC

Represented IQNavigator, Inc. in the acquisition of a vendor management software platform business from Volt Information Sciences, Inc. and certain of its subsidiaries

Represented The Cable Connection in the sale of its business to Nationwide Industries, Inc.

Capital Markets Transactions

Represented Hyatt Hotels Corporation in connection with its \$1.1 billion initial public offering

Represented ArthroCare Corporation in connection with a \$75 million PIPE transaction with One Equity Partners

Represented Citigroup Global Markets Inc., Stephens Inc., and Stifel, Nicolaus & Company, Incorporated as underwriters in LINC Logistics Company's initial public offering (offering not yet consummated)

Represented Discover Bank in a \$1 billion public note offering

SPEAKING ENGAGEMENTS

"How to Plan for a Liquidity Event," *Holland & Hart Co-Sponsored Seminar, Panelist*, Greenwood Village, CO, May 7, 2015

"Is the Seller-Driven Market Coming to an End?," *Holland & Hart Co-Sponsored Seminar, Panelist*, Denver, CO, September 16, 2014

"Raising Capital By All Means: Explore an Array of Financing Alternatives," *Holland & Hart Seminar, Moderator*, May 2014

RECOGNITION

- Colorado Super Lawyers® Rising Stars, Mergers & Acquisitions, 2013, 2014
- ACG Denver Leadership 20 program, 2012

PROFESSIONAL AND CIVIC AFFILIATIONS

- American Bar Association, Business Law Section, Member
- Colorado Bar Association, Member
- Denver Public Schools, Coordinator, Lawyers in the Classroom program, 2013-2016
- ACG Denver, Board Member