

## Kester Spindler

Partner



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Colorado  
Santa Monica

Private Equity  
Mergers and Acquisitions  
Technology

Kester draws on 23+ years of experience, guiding his middle-market private equity and strategic clients in M&A and divestitures. Known for his work in matters involving technology, software and intellectual property, he has represented highly regarded private equity clients and their portfolio companies in numerous high-profile US and cross-border leveraged buyouts and financial restructurings.

Outside of technology, Kester has led significant deals in the infrastructure services, healthcare, consumer goods and cannabis industries. As lead adviser, Kester guides clients throughout all phases of transactions, from establishing an efficient transaction process and structure, to documentation and negotiation, and finally to closing and integration.

Kester's recent representations include Albertsons Companies, Bertram Capital Management (Bertram Capital), CAI Capital Partners, Enhanced Healthcare Partners, Halifax Capital Partners, Lee Equity Partners, Main Post Partners, PharmaCann, Prospect Partners, Rubicon Technology Partners (Rubicon), Schwazze (aka Medicine Man Technologies) and Wynnchurch Capital.

Kester also has an active pro bono practice focused on immigration, entrepreneurship, education and empowerment.

### **Kester's recent transactions include representing:**

- **ABOUT Healthcare** (formerly Central Logic), a Rubicon portfolio company, in its:
  - Acquisition of Acuity Link\*
  - Acquisition of Ensocare\*
- **Albertsons Companies** in:
  - Several minority equity and debt investments\*
  - Its partnership with Instacart\*
  - Its acquisition of Dienynes (doing business as Plated)\*
- **American Broadband** (now known as Fastwyre Broadband) in connection with several potential acquisitions\*
- **Aperture Pet & Life**, a Bertram Capital portfolio company, in its:
  - Acquisition of EcoTech Marine\*
  - Acquisition of Neptune Systems\*

- Acquisition of Marine Depot\*
- **Aphena Pharma Solutions** in the disposition of its health and beauty division\*
- **API Abroad**, an Avathon Capital (formerly Sterling Partners' Education Opportunity Fund) portfolio company, in the potential acquisition of a provider of overseas study programs\*
- **AppNeta**, a former Rubicon portfolio company, in its sale to Broadcom\*
- **Astute Solutions**, a former Rubicon portfolio company, in its:
  - Sale to Audax Private Equity\*
  - Acquisition of Wilke Global\*
- **Aucerna** (formerly 3esi-Enersight), a former Rubicon portfolio company, in its:
  - Sale to Thoma Bravo\*
  - Acquisition of Palantir Solutions\*
  - Acquisition of Aclaro Softworks\*
  - Acquisition of Energy Navigator\*
  - Acquisition of Enersight\*
- **AudienceView**, a Rubicon portfolio company, in its:
  - Potential acquisition\*
  - Acquisition of Vendini\*
  - Acquisition of TheaterMania\*
- **Avathon Capital** (formerly Sterling Partners' Education Opportunity Fund) in its:
  - Recapitalization of API Abroad (formerly Academic Programs International)\*
  - Minority equity investment in Panopto\*
- **Bamboo Rose**, a Rubicon portfolio company, in its acquisition of Backbone PLM
- **Barrier Ridge Capital** in a confidential acquisition\*
- **Bertram Capital** in its:
  - Acquisition of TSR Concrete Coatings (now known as ReVamp Companies)\*
  - Acquisition of Bulk Reef Supply (now known as Aperture)\*
  - Acquisition of Killstar\*
  - Acquisition and subsequent sale of Enthusiast Auto Holdings (formerly ECS Tuning)\*
- **Bit Intelligence** in a confidential acquisition\*
- **CAI Capital Partners** in its:
  - Investment in Midwestern Electric\*
  - Investment in CMT Engineering Laboratories\*
  - Acquisition, debt financing and subsequent sale of GeoStabilization International to KKR\*
- **Cin7**, a Rubicon portfolio company, in its:
  - Acquisition of Inventoro
  - Acquisition of DEAR Systems\*
  - Acquisition of Orderhive\*

- **Código 1530 Tequila** in its joint venture with Pernod Ricard\*
- **Costco Wholesale Corporation** in its investment in Navitus Health Solutions\*
- **Crocs** in a \$200 million private investment in public equity (PIPE) by the Blackstone Group (now known as Blackstone)\*
- **DirectLink** in its sale to BAM Broadband\*
- **Eating Recovery Center**, a former Lee Equity Partners portfolio company, in its:
  - Sale to CCMP Capital\*
  - Separate acquisitions of several eating disorder facilities\*
  - Sale to Lee Equity Partners\*
- **Ecoserv**, a Lariat Partners portfolio company, in the sale of Ecoserv Industrial Disposal to US Ecology\*
- **Endeavour Capital Partners** in its investment in Temperature\*
- **Enthusiast Auto Holdings** (formerly ECS Tuning), a former Bertram Capital portfolio company, in its:
  - Sale to Cortec Group\*
  - Acquisition of Texas Speed & Performance\*
  - Acquisition of Turner Motorsport\*
- **Excell Foodservice Equipment Dealers Network** (now known as Strata GPO) in an investment by Linsalata Capital Partners\*
- **GeoStabilization International**, a former CAI Capital Partners portfolio company, in its:
  - Sale to KKR\*
  - Acquisition of GeoBuild (now known as Access Limited)\*
- **Guardian Healthcare Group**, a former Enhanced Equity Fund portfolio company, in its sale to Envision Healthcare\*
- **Halifax Capital Partners** in its:
  - Acquisition of Summit Behavioral Health\*
  - Acquisition of Delphi Behavioral Health Group\*
- **Hamdi Ulukaya**, the founder and CEO of Chobani, in his investment in La Colombe Torrefaction (now known as La Colombe Coffee Roasters)\*
- **Harver** (formerly Outmatch), a Rubicon portfolio company, in its:
  - Acquisition of Harver\*
  - Acquisition of Checkster\*
  - Acquisition of LaunchPad\*
  - Acquisition of FurstPerson\*
- **Lariat Partners** in the combination of Newpark Environmental Services and Offshore Cleaning Systems to create Ecoserv\*
- **Lee Equity Partners** in its:
  - Acquisition of The Living Company\*
  - Establishment of Prelude Fertility\*
- **Life Line Ambulance Service** in its disposition to Envision Healthcare\*

- **Main Post Partners** in its:
  - Investment in DeMert Brands\*
  - Acquisition of EagleRider\*
- **Midwestern Electric**, a CAI Capital Partners portfolio company, in the acquisitions of Kuharchik Construction and Wyoming Electric & Signal
- **Noosa Yoghurt** in its sale to Advent International\*
- **Novanta** in the sale of certain subsidiaries and assets\*
- **Paula's Choice**, a former Bertram Capital portfolio company, in a majority recapitalization with TA Associates\*
- **PCA Medical Group** in its acquisition of an independent physician association\*
- **Personify**, a former Rubicon portfolio company, in its:
  - Sale to Pamlico Capital\*
  - Acquisition of WildApricot\*
- **Pink Lily**, a Bertram Capital portfolio company, in its sale to Cortec Group\*
- **PharmaCann** in:
  - Certain potential joint ventures and acquisitions\*
  - Its acquisition of LivWell Enlightened Health\*
  - Certain corporate matters\*
- **Pirch**, a former L Catterton portfolio company, in a confidential transaction\*
- **Prelude Fertility**, a Lee Equity Partners portfolio company, in its:
  - Acquisition of Vivere Health from LLR Partners\*
  - Acquisition of Advanced Fertility Center of Chicago\*
  - Acquisition of Pacific Fertility Center\*
  - Acquisition of Reproductive Biology Associates and MyEggBank to form Prelude Fertility\*
- **Priority Ambulance**, an Enhanced Equity Fund portfolio company, in its:
  - Sale to Consonance Capital\*
  - Acquisition of multiple ambulance companies and the establishment of several joint ventures\*
- **Prospect Partners** in the sale of Waste Harmonics to Arcapita\*
- **Provenance** in several growth investments in Knot Standard\*
- **Reliable Parts Holdings** in several confidential transactions\*
- **QSR International** (now known as Lumivero), a Rubicon portfolio company, in:
  - A confidential transaction\*
  - Its acquisition of Citavi\*
  - Its acquisition of Planet Software\*
- **Registrar**, a Bertram Capital portfolio company, in connection with several asset acquisitions\*
- **ReVamp Companies**, a Bertram Capital portfolio company, in several add-on acquisitions\*
- **Rubicon** in its:

- Acquisition of Ascend Analytics
  - Strategic investment in Tacton Systems AB
  - Acquisition of Bamboo Rose\*
  - Acquisition of Vision Government Solutions\*
  - \$1.5 billion recapitalization of Uplight (formerly Tendril Networks) with Schneider Electric, The AES Corporation, Coatue Management and Inclusive Capital Partners\*
  - Acquisition of Uptempo (formerly BrandMaker)\*
  - Acquisition of ABOUT Healthcare (formerly Central Logic)\*
  - Acquisition of Harver (formerly Outmatch)\*
  - Acquisition of Cin7\*
  - Acquisition of Uplight (formerly Tendril Networks)\*
  - Sale of a majority interest in Scaled Agile to Leeds Equity Partners\*
  - Acquisition of QSR International (now known as Lumivero)\*
  - Recapitalization of Scaled Agile\*
  - Acquisition of AppNeta\*
  - Acquisition of Gimmat\*
  - Acquisition of AudienceView\*
  - Acquisition of 3esi-Enersight (now known as Aucerna)\*
  - Acquisition of 4tell\*
  - Potential acquisitions of certain new platforms and potential sales of certain of its portfolio companies\*
- **Scaled Agile**, a Rubicon portfolio company, in its acquisition of Conteneo\*
- **Schwazze** (formerly Medicine Man Technologies) in its:
  - Potential and completed confidential acquisitions of various cannabis-related assets, licenses and entities\*
  - Pending acquisition of certain assets of Lightshade Labs\*
  - Acquisition of Urban Health & Wellness\*
  - Acquisitions of various cannabis-related assets and entities\*
  - Acquisition of certain assets of Smoking Gun\*
  - Acquisition of Southern Colorado Growers\*
  - Acquisitions of certain Star Buds dispensaries\*
- **The Living Company**, a Lee Equity Partners portfolio company, in a potential acquisition\*
- **Trimble** in several acquisitions and divestitures of operating subsidiaries and assets, including those involving Beena Vision, Cadec Global, Vico Software and ALK Technologies\*
- **Uplight** (formerly Tendril Networks), a Rubicon portfolio company, in its:
  - \$1.5 billion recapitalization with Schneider Electric, The AES Corporation, Coatue Management and Inclusive Capital Partners\*
  - Conversion to a public benefit corporation\*
  - Merger with Simple Energy\*

- Acquisition of FirstFuel\*
- Acquisition of EnergySavvy\*
- **Uptempo** (formerly BrandMaker), a Rubicon portfolio company, in the acquisition of Allocadia\*
- **Varsity Healthcare Partners** in the recapitalization of EmergencHealth (now known as Essential Anesthesia Management Group)\*
- **Valley Anesthesiology** in its sale to Envision Healthcare\*
- **Waste Harmonics**, a former Prospect Partners portfolio company, in its sale to a private equity fund\*
- **WhiteGlove Health**, a former Enhanced Equity Partners portfolio company, in the acquisition of Glenridge HealthCare Solutions\*
- **Wynnchurch Capital** in a potential sale\*

*\* Transaction handled prior to joining Cooley*

## Education

Pepperdine University School of Law  
JD, 2000

Liberty University  
BS, 1997

## Admissions & Credentials

Colorado

New York

California

England and Wales, Solicitor

## Memberships & Affiliations

State Bar of California

Law Society of England and Wales