



Mike

Michael E. Morgan
Shareholder

Seattle
D 206.223.7013 C 206.915.7737
morganm@lanepowell.com

Mike Morgan has more than 40 years of experience representing major publicly and privately held companies in a wide range of business transactions including corporate finance, mergers and acquisitions, private equity and various venture capital investments, proxy contests and strategic relationships.

He is one of the most recognized lawyers in the Pacific Northwest, acting as regular outside counsel to well-known companies including Nordstrom, Inc., Bank of Hawaii Corporation and New Wave Group AB. Mike's other representative clients include:

- BNBuilders, Inc.
- Cutter & Buck Inc.
- Frank Coluccio Construction Company
- KinderCare Education
- Kosta Boda
- Pario Glove
- Petrogas Energy Corp.
- SanMar Corporation
- Westminster Cracker

Mike has been involved in numerous public offerings as well as other conventional and innovative corporate finance transactions utilizing common stock, various forms of preferred stock, PIPES, straight debt and convertible debt. He regularly represents clients on corporate governance matters and also serves as counsel to Boards and Board committees and individual Board members of many companies. Mike has led Board and special committee investigations involving conflict of interest, corporate governance and enterprise risk management issues.

Mike's M&A practice includes representing buyers and sellers in domestic and international deals. He frequently speaks at M&A and securities

Practices & Industries

Corporate, Securities and M&A

Education

Loyola Law School, Los Angeles, J.D.,
cum laude, 1974

- Loyola Law Review*, Associate Editor,
1973-1974
- St. Thomas More Law Honor Society

University of California at Berkeley, A.B.,
with distinction, 1971

Admissions

Washington

Honors

*Chambers® USA: America's Leading
Lawyers for Business*,
Corporate/Commercial

The Best Lawyers in America®, Corporate
Governance, Corporate, Employment —

Individuals, Employment —
Management, Mergers & Acquisitions
(1987-2021)

“Washington Super Lawyer,” Thomson
Reuters, Mergers and Acquisitions (2003-
2020)

“Top 100 Washington Super Lawyers,”
Thomson Reuters, Mergers and
Acquisitions (2011-2012, 2014)

Listed as one of Puget Sound’s top
lawyers who completed “regions biggest
deals of 2010,” *Puget Sound Business
Journal* (February 25, 2011)

“Top Business Lawyer,” *Seattle
Business* magazine, Corporate
Law (2008)

“Top Lawyer,” *Washington CEO* (2008)
AV Preeminent® in Martindale-
Hubbell® Peer Review Ratings™

programs and has served on the advisory board of the Seattle University
Center on Corporations, Law & Society’s Director Training Academy.

Chambers® USA’s America’s Leading Lawyers for Business has listed Mike as
a “Leading Lawyer” and one of only six Washington attorneys with the
highest *Chambers®* ranking. The publication indicates that he is “one of
Seattle’s most preeminent and most respected deal and corporate
lawyers,” with clients enthusing that he is “available around-the-clock and
often has out-of-the-box solutions to our issues.”

Experience

SanMar Acquisition of Volunteer Knit Apparel

Acquisition of Volunteer Knit Apparel

Porsche Automobil Holding SE \$55M Investment in Inrix, Inc.

\$55M Investment in Inrix, Inc.

Pizza Blends, Inc. Stock Sale to C.H. Guenther & Son Inc.

Stock Sale to C.H. Guenther & Son, Inc.

Nordstrom, Inc. \$800M Revolving Credit Facility

\$800M Revolving Credit Facility

Westminster Cracker Company, Inc. Acquisition of Dr. Lucy's

Acquisition of Dr. Lucy's

Caffe D'arte Purchase and Rebranding of Five Tully's Franchise Coffee Shops

Purchase and Rebranding of Five Tully's Franchise Coffee Shops

K&L Distributors, Inc. Sale of Alaska Business to White Mountain Beverage, LLC

Sale of Alaska Business to White Mountain Beverage, LLC

Nordstrom, Inc. \$350M Acquisition of Trunk Club, Inc.

\$350M Acquisition of Trunk Club, Inc.

Advanced H2O, LLC Sale to HM Advanced Holdings, LLC

Sale to HM Advanced Holdings, LLC

Java Trading Co. Sale to Distant Lands Trading Company

Sale to Distant Lands Trading Company

KAREC FCI, Inc. Sale and Related Transactions With Bentall U.S. Limited Partnership and Rushmore Partners LLC

Sale and Related Transactions With Bentall U.S. Limited Partnership and Rushmore Partners LLC

ImageX.com, Inc. Acquisition of CreativePro.com, Inc.

Acquisition of CreativePro.com, Inc.

Private Equity Purchase of Essential Baking Company

Purchase of Essential Baking Company

Metropolitan Travel, Inc. Sale to Expedia, Inc.

Sale to Expedia, Inc.

ImageX.com, Inc. Sale to Kinko's, Inc.

Sale to Kinko's, Inc.

Highwire, Inc. Sale to Galileo International, Inc.

Sale to Galileo International, Inc.

Enchanted Parks \$19.3M Sale of Park to Six Flags, Inc.

\$19.3M Sale of Park to Six Flags, Inc.

Nordstrom, Inc. \$210M Sale of Façonnable Fashion House to M1 Group

\$210M Sale of Façonnable Fashion House to M1 Group

K&L Distributors, Inc. Sale of Distribution Rights to Anheuser-Busch of Washington, Inc.

Sale of Distribution Rights to Anheuser-Busch of Washington, Inc.

Nordstrom, Inc. Equity Investment in Bonobos, Inc. Merchandise Line

Equity Investment in Bonobos, Inc. Merchandise Line

New Wave Group AB Acquisition of Ahead, Inc.

New Wave Group AB Acquisition of Ahead, Inc.

Rogers & Norman, Inc. Sale to Brown & Brown, Inc.

Sale to Brown & Brown Inc.

Special Committee of Zones, Inc. Going Private Transaction

Going Private Transaction

Fleischmann Office Interiors, Inc. Sale to Chukchansi, Inc.

Sale to Chukchansi, Inc.

Alaska Distributors Co. Sale of Washington Business to Columbia Distributors

Sale of Washington Business to Columbia Distributors

Raisbeck Engineering, Inc. \$20M Sale to Acorn Growth Companies

\$20M Sale to Acorn Growth Companies

MCM, Inc. Acquisition of Bacic Group, Inc.

Acquisition of Bacic Group, Inc.

Petrogas Energy Corp. \$122M Purchase of Alcoa Intalco's Wharf, Pier and Associated Items

\$122M Purchase of Alcoa Intalco's Wharf, Pier and Associated Items

Abacus Engineered Systems, Inc. Sale to Schneider Electric

Sale to Schneider Electric

Alltel Corp. Acquisition of Western Wireless Corp.

Acquisition of Western Wireless Corp.

BNBuilders, Inc. Buyout of Co-Owner's Interests and Related Business Succession

Buyout of Co-Owner's Interests and Related Business Succession

EPI Realty, Inc. Restructure of Wild Waves Theme Park

Restructure of Wild Waves Theme Park

E. Masin Furniture Company, Inc. Sale to Seldens Interior Furnishings, Inc.

Sale to Seldens Interior Furnishings, Inc.

ImageX.com Private Investment in Public Equity (PIPE) Financing of Common Stock

Private Investment in Public Equity (PIPE) Financing of Common Stock

ImageX.com, Inc. Sale of Extensis, Inc. to CelartemTechnology, USA, Inc.

Sale of Extensis, Inc. to CelartemTechnology, USA, Inc.

Intercoastal, Inc. Sale to Herndon Products, Inc.

Sale to Herndon Products, Inc.

J & J Minneapolis LLC Industrial Property Acquisition

Industrial Property Acquisition

Lake Washington Partners LLC Multi-Tenant Office Building Purchase

Multi-Tenant Office Building Purchase

Liberty Mutual Group Purchase of Safeco Corporation

Purchase of Safeco Corporation

Nordstrom, Inc. Repurchase of Interests Held by Benchmark Capital and Madrona in Nordstrom.com, Inc.

Repurchase of Interests Held by Benchmark Capital and Madrona in Nordstrom.com, Inc.

Nordstrom, Inc. Investment in Peek, Aren't You Curious?

Investment in Peek, Aren't You Curious?

Nordstrom, Inc. Majority Interest Purchase in Jeffrey's

Majority Interest Purchase in Jeffrey's

Private Owners Sale of Interests to BNBT Builders, Inc.

Sale of Interests to BNBT Builders, Inc.

Prime Advisors, Inc. Sale to Sun Life Financial (U.S.) Investments LLC

Sale to Sun Life Financial (U.S.) Investments LLC

SanMar Corporation Acquisition of Elcatex LLC

Acquisition of Elcatex LLC

Simon G. Golub & Sons, Inc. Sale to Shrenuj and Company Limited

Sale to Shrenuj and Company Limited

The Northwestern Mutual Life Insurance Company Sale of Frank Russell Company to the London Stock Exchange Group

Sale of Frank Russell Company to the London Stock Exchange Group

United Online, Inc. Acquisition of Classmates.com

Acquisition of Classmates.com

Cutter & Buck Inc. Sale to New Wave Group AB

Sale to New Wave Group AB

Kennedy Associates Real Estate Counsel, Inc. Sale to Bentall U.S. Limited Partnership

Sale to Bentall U.S. Limited Partnership

Advanced H2O, LLC Sale to LaSalle Capital

Sale to LaSalle Capital

Enchanted Parks, Inc. Acquisition of CNL Lifestyle Properties by EPR Properties

Acquisition of CNL Lifestyle Properties by EPR Properties

SanMar Corporation \$75.5M Acquisition and Licensing Arrangement of OGIO Products

\$75.5M Acquisition and Licensing Arrangement of OGIO Products

New Wave Group AB Acquisition of Paris Glove of Canada, Ltd.

New Wave Group AB Acquisition of Paris Glove of Canada, Ltd.

KinderCare Education Co-Counsel in Acquisition of Rainbow Child Care Centers (150 locations)

Co-Counsel in Acquisition of Rainbow Child Care Centers (150 locations)

Northwest Landscape Services of Oregon, LLC Acquisition by Monarch Landscaping Holdings

Acquisition by Monarch Landscaping Holdings

KinderCare Education 2018 Acquisitions of Early Education Centers Across the U.S.

2018 Acquisitions of Early Education Centers Across the U.S.

Community Involvement

Kline Galland which operates residential and community services for seniors

- Past Chairman
- Board Member

Samuel and Althea Stroum Jewish Community Center

- Past Chairman
- Board Member

Seattle University Center on Corporations, Law and Society's Directors Training Academy, Past Advisory Board Member,

American Bar Association, Member

Washington State Bar Association, Member

King County Bar Association, Member

Thought Leadership

August 20, 2020 | News

The Best Lawyers in America © 2021 Recognizes 92 Lane Powell Attorneys Awards & Honors

July 16, 2020 | News

Thirty-Two Lane Powell Attorneys Recognized by *Super Lawyers* in Washington for 2020 Awards & Honors

August 15, 2019 | News

The Best Lawyers in America © 2020 Recognizes 63 Lane Powell Attorneys Awards & Honors

June 10, 2019 | News

Thirty-one Lane Powell Attorneys Named 'Washington Super Lawyers' and Nine Named 'Washington Rising Stars' Awards & Honors

April 26, 2019 | News

Lane Powell Again Ranked Among Top Firms in 2019 *Chambers*[®] USA Awards & Honors

August 29, 2018 | News

Lane Powell Represents KinderCare Education in Acquisition of Rainbow Child Care Center
Client Conversations

August 15, 2018 | News

The Best Lawyers in America[®] 2019 Recognizes 62 Lane Powell Attorneys Awards & Honors

June 18, 2018 | News

Thirty-two Lane Powell Attorneys Named ‘Washington Super Lawyers’ and 14 Named ‘Washington Rising Stars’
Awards & Honors

May 3, 2018 | News

Lane Powell Again Ranked Among Top Firms in 2018 *Chambers*[®] USA Awards & Honors

August 15, 2017 | News

Fifty-nine Lane Powell Attorneys Named in *The Best Lawyers*[®] in America 2018
Awards & Honors

June 9, 2017 | News

Thirty-one Lane Powell Attorneys Named ‘Washington Super Lawyers’ and 16 Named ‘Washington Rising Stars’
Awards & Honors

May 30, 2017 | News

Chambers[®] USA Recommends Lane Powell in Multiple Categories for 2017 Awards & Honors

August 17, 2016 | News

Fifty-one Lane Powell Attorneys Named in *The Best Lawyers in America*[®] 2017
Awards & Honors

May 27, 2016 | News

Chambers[®] USA Recommends Lane Powell in Multiple Categories for 2016 Awards & Honors

February 2, 2016 | News

Twenty-five Lane Powell Attorneys and 11 Practice Groups Recommended in *Chambers*[®] USA 2016 Awards & Honors

August 17, 2015 | News

Forty-eight Lane Powell Attorneys Named in *The Best Lawyers in America*[®] 2016 Awards & Honors

June 12, 2015 | News

Thirty-two Lane Powell Attorneys Named 'Washington Super Lawyers' and 11 Named as 'Washington Rising Stars' Awards & Honors

May 21, 2015 | News

Chambers[®] USA Recommends Lane Powell in Multiple Categories for 2015 Awards & Honors

February 11, 2015 | News

Twenty-one Lane Powell Attorneys and 11 Practice Groups Recommended in *Chambers*[®] USA 2015 Awards & Honors

August 18, 2014 | News

Fifty-One Lane Powell Attorneys Named in *The Best Lawyers in America*[®] 2015 Awards & Honors

June 13, 2014 | News

Thirty-five Lane Powell Attorneys Named 'Washington Super Lawyers' and Fifteen Named as 'Washington Rising Stars' Awards & Honors

June 3, 2014 | News

Chambers[®] USA Recommends Lane Powell in Multiple Categories for 2014 Awards & Honors

January 29, 2014 | News

Twenty-two Lane Powell Attorneys and 12 Practice Groups Recommended in *Chambers*[®] USA 2014 Awards & Honors

June 14, 2013 | News

Thirty-Six Lane Powell Attorneys Named ‘Washington Super Lawyers’ and Sixteen Named as ‘Washington Rising Stars’ Awards & Honors

June 13, 2012 | News

28 Lane Powell Attorneys Named ‘Washington Super Lawyers;’ 12 Named as ‘Washington Rising Stars’ Awards & Honors

August 9, 2011 | News

Thirty-six Lane Powell Attorneys Listed as Top Lawyers in *Seattle Metropolitan Magazine* Awards & Honors

June 20, 2011 | News

Twenty-six Lane Powell Attorneys Named ‘Washington Super Lawyers;’ Ten Lane Powell Attorneys Named As ‘Washington Rising Stars’ Awards & Honors

July 20, 2010 | News

58 Lane Powell Attorneys Listed as Top Lawyers in *Seattle Metropolitan Magazine* Awards & Honors

June 6, 2010 | News

28 Lane Powell Attorneys Named Washington Super Lawyers 2010 Awards & Honors