

Q. Scott Kaye, Partner

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OFFICE: Los Angeles

PRACTICE TEAMS: International, Restructuring, Financial Services, Corporate

CLIENT SECTORS: Technology, Financial Services

AREAS OF FOCUS: Restructuring, Mergers & Acquisitions, Leveraged Finance, Distressed Transactions and Restructuring



PROFESSIONAL EXPERIENCE

Scott has extensive experience advising companies, lenders, sponsors, and private equity funds and their portfolio companies on M&A, restructuring and finance matters, as well as technology companies from start-up to exit on equity and debt financing matters. Having advised clients on more than \$65 billion in financing and debt restructuring in hundreds of transactions, Scott represents private lenders and borrowers as purchasers, in acquisitions and acquisition financing, asset-based lending, bridge financing, liquidity lines, mezzanine and subordinated debt, second lien financing, DIP financing and trustees, debtors, DIP lenders, and creditors in out-of-court workouts and formal bankruptcy proceedings.

He has a wealth of experience advising companies from various industries on their business activities, capital structures and strategic acquisitions. Thinking out-of-the-box in high-pressure situations to solve complex problems is his forte. From financing billion-dollar buy-outs to obtaining stock pledges from incarcerated CEOs, he is a real problem solver with a passion for excellence.

With a deep and intuitive understanding of technology and the complexities unique to technology and software sectors Scott has represented sponsors of digital radio projects in the EU, insolvent telecommunications companies in liquidations, hedge funds structuring technology company acquisitions, software companies, testing and simulation companies, and lenders and sponsors in alternative energy project financing.

Scott has negotiated and documented hundreds of credit facilities, subordinated and mezzanine debt positions and restructurings of the same as well as stock purchase agreements and general corporate governance documents. In advising the C-level suite he routinely analyzes complex agreements and circumstances, and explains clearly and concisely the associated risks as well as alternatives for more flexibility in light of the associated legal, compliance (including SEC and other regulatory schemes), asset protection and exposure, litigation, business and other risks. He is a hard and practical negotiator with the ability to effectively deal with various parties with divergent interests in order to timely and efficiently settle outstanding disputes and stay on mission. Prior to joining Rimon, Scott was a Partner at Goodwin Procter and McDermott Will & Emory.

EDUCATION

- ▶ University of Florida. J.D. High Honors, Order of the Coif
- ▶ University at Albany, SUNY. B.A. Philosophy, cum laude

OTHER EXPERIENCE

- ▶ United States Bankruptcy Court (Judicial Clerkship)
- ▶ U.S. Coast Guard

BARS & COURTS

- ▶ States of California (including all Federal Courts)
- ▶ Florida

REPRESENTATIVE MATTERS

- ▶ Represented bondholders in taking control of and obtaining multi-tranche exit financing of steel manufacturing company upon Chapter 11 emergence
- ▶ Represented Singapore based telematics company in multiple cross-border acquisitions
- ▶ Represented private equity firm in connection with restructuring of gaming portfolio company
- ▶ Represented US operations of international milk producer in cross-border restructuring of entire group
- ▶ Represented a European-based financial software company in multiple cross-border acquisitions and financing thereof exceeding more than \$5 billion in the aggregate
- ▶ Represented an engineering simulation software company in connection with its \$355 million credit facility to fund the acquisition of a competitor
- ▶ Represented a global investment management corporation in connection with the extension of debt facilities for its principal opportunity funds (domestic, Asian, and European), a multi-hundred million dollar liquidity line for a new principal fund, and the related parallel fund
- ▶ Represented second lien lenders in connection with a cross-border \$145 million DIP financing and a cross-border \$160 million Chapter 11 exit financing for an international bus manufacturer
- ▶ Represented a private equity firm in debt financings for portfolio companies and exits, including acquisition financing, subordinated debt investments, and senior secured loans
- ▶ Represented a cigarette manufacturer in the sale of \$85 million of newly issued senior secured notes, the offering of \$165 million of newly issued senior secured notes, and a \$50 million secured credit facility
- ▶ Represented building materials suppliers and their subsidiaries in a \$1.3 billion secured financing

PUBLICATIONS

Representative published works of Mr. Kaye include:

- ▶ "Adventures in Acquisition Finance", *Worldwide Financier*
- ▶ "The Impact of Private Equity and Hedge Funds on Insolvencies," *Worldwide Financier*
- ▶ *Private Equity Fund Exposure and Protection: Leading Lawyers on Weighing Investment Risks, Structuring Prudent M&A Transactions, and Preparing for Increased Government Involvement (Inside the Minds)*, Contributing Author, Publication Date: June 1, 2009