



Louann Bronstein
Partner

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PRACTICE AREAS

Business Succession Planning
Business Transactions
Corporate
Logistics
Mergers & Acquisitions
Opportunity Zones

INDUSTRIES

Logistics & Supply Chain
Manufacturing
Professional Services
Technology

LICENSED IN

Georgia

EDUCATION

Georgia State University College of Law:
J.D., magna cum laude, 1999

University of North Carolina at Chapel
Hill: B.A., Psychology

AFFILIATIONS

American Bar Association: Business Law

EXPERIENCE

Louann Bronstein is a partner in the Savannah office, where she chairs the corporate/tax group.

For more than two decades as a corporate lawyer, Louann has counseled clients—from entrepreneurs and startups to large, privately held companies across multiple industries—through every phase of growth.

Louann’s practice focuses on mergers and acquisitions. For the benefit of her clients and her practice group, Louann stays on top of trends and activity in mergers and acquisitions and is well-versed in where the market is on deal terms, how transactions should play out, where the risks are, and how to navigate a transaction to closing. As no transaction can be done alone, Louann enjoys bringing together a team of Firm resources to meet client goals, facilitate decision quality, and execute deals. This is a rewarding experience for her, especially at HunterMaclean, where her colleagues have the subject matter breadth to handle all aspects of a transaction and are ready to assist at a moment’s notice.

Due to the breadth of her experience, Louann frequently serves in the capacity of outside general counsel to her clients and provides general legal, business, and decision-making advice and documentation for domestic, foreign-owned, and multinational businesses. Louann routinely assists CEOs, CFOs, other senior executives, board members, and owners with general corporate advisory matters and transactional contract drafting and negotiation, including business formation, capital and corporate structure, funding, equity and stockholder agreements, operating agreements, establishing and managing operations in the United States, and exit strategies. She enjoys working closely with clients on issues central to the success of their business enterprises.

Louann also assists clients with growth and achieving success through advice in relation to private securities offerings and venture capital and private equity financings.

Louann’s mergers and acquisitions and private funding practice includes over 100 deals, representing the full spectrum of business transactions and deal structures, including mergers and acquisitions; joint ventures; partnerships; strategic alliances; consolidations; internal reorganizations; other sophisticated business combinations, dispositions, and asset divestitures; and private funding through Series D offerings. However, Louann balances the high volume of deals with the understanding that every client is unique, transactions are not cookie-cutter, and each transaction is of special importance to that particular client.

Section, Model Short M&A Documents
Task Force

State Bar of Georgia: International Trade
in Legal Services Committee, 2019-2025;
International Law Section and Business
Law Section, Section Member at Large

Savannah Bar Association

Georgia Association for Women Lawyers

ALFA International: Corporate Law
Working Group

World Trade Center: Atlanta Chapter,
2015-2017

Metro Atlanta Chamber of Commerce:
2015-2017

Belgian American Chamber of
Commerce: Atlanta Chapter, Founding
Member

COMMUNITY WORK

Leadership Savannah: Class of 2020

Greater Savannah International Alliance:
Advisory Council

RECOGNITION

Martindale-Hubbell: AV Rated

Before joining HunterMaclean, Louann practiced in Atlanta, including over fourteen years with Seyfarth Shaw LLP, an AMLAW 100 firm. Louann's practice with Seyfarth Shaw included the development of M&A process maps and specialized project management training, including obtaining a yellow belt in SeyfarthLean, a unique and contemporary approach, based on Lean Six Sigma, to providing and managing legal services.

REPRESENTATIVE ENGAGEMENTS

M&A Transactions

- Represented buyer in the acquisition of a manufacturing facility (real property and all assets used in the business) engaged in the production of CCA and CCA-ET pressure-treated wood utility poles and the manufacturing and sale of logging equipment, including the acquisition of the trucking operations related to the business, as well as an agricultural equipment dealership operated by the seller.
- Represented buyer in the purchase of an alumina refinery in Texas from a public company and in the sale several years later to a subsidiary of a Chinese company.
- Represented buyer, a U.S. subsidiary of a German public company, in the acquisition of an isotope calibration business.
- Represented buyer in the acquisition of a manufacturing facility engaged in the production of plywood reels and spools.
- Represented seller, a contract manufacturer of industrial, medical and other equipment, in the sale of its assets to a strategic buyer.
- Represented seller, a multi-entity group of physician practices focused on skilled rehabilitation and transition care for patients, in sale to a private equity-backed health care company.
- Represented seller in the sale of a cold chain logistics business (storage of human tissue, test samples, vaccines) to a public company.
- Represented seller, an international topical anaesthetic and medical supplement provider, in the sale to a private equity company.
- Represented buyer in the acquisition of a logistics business engaged in providing local drayage and trucking services and intrastate over-the-road trucking services.
- Represented seller, in the business of providing intermodal and over-the-

road trucking services, transloading services, and warehousing storage services, in the sale of its assets to a private equity buyer.

- Represented seller in the sale of a majority of its interests to a national provider of insurance and retirement solutions.
- Represented shareholders in the sale of the majority interest in a company engaged in outsourced software development and provision of Internet of Things solutions, with multiple offices in the United States and Eastern Europe.
- Represented seller, a specialty contractor primarily engaged in providing mechanical, electrical, plumbing, millwright, HVAC, maintenance, and related services throughout the Southeast, in the sale of its interests to a private equity buyer.
- Represented seller, a full-scale public works operations, engineering, underground solutions, and industrial services firm focused on maintenance management, in the sale of its interests to a private equity buyer.
- Represented seller in the sale of a controlling interest in an Atlanta-based engineering firm, with offices in multiple states and the United Kingdom, to a private equity buyer.
- Represented seller in the sale of its forensic engineering division to a national insurance claims management and adjustment company.
- Represented Georgia-based subsidiary of Taiwanese tire manufacturer in joint venture with Japanese wheel manufacturer.
- Represented petroleum coke refinery in joint venture for refinery processing in the Caribbean.
- Represented U.S. subsidiary of Spanish packaging manufacturer in joint venture with a food packaging manufacturer based in Boston.

Funding Transactions

- Represented borrower in \$50 million loan for Savannah-based joint venture in the logistics field.
- Series Seed and Series A funding of India-based over-the-top Internet services provider.
- Series B, Series C, and Series D funding of software developer.

- Represented issuer in several private placement fundraises with respect to agricultural businesses located in Georgia opportunity zones.
- Private equity fundraising, including preparation of PPM and operating agreement, in serial acquisitions of property to convert to self-storage facilities.
- Private equity fundraising, including preparation of PPM, for several real estate funds.
- Convertible loan financing of Israel-based software application developer.
- Tax-related intercompany reorganization of U.S. subsidiaries of international software data erasure company.

ARTICLES

Trends and Developments

Published on August 15, 2023, by Chambers USA.

Corporate Transparency Act: Will You Need to Register Your Business After January 1, 2024?

Published on January 10, 2023, by *Legal Newswire*.

Corporate Transparency Act: Will You Need to Register Your Business?

Published on June 15, 2021, by *Legal Newswire*.

Usage Reminders for the Paycheck Protection Program (PPP) Loan

Published on May 14, 2020, by *Savannah CEO*.

SBA Emergency Injury Disaster Loan (EIDL), Paycheck Protection Loans, and the CARES Act

Published on March 27, 2020.

Choosing the Corporate Structure, Management Issues, and PPM Due Diligence
Chapter by Louann Bronstein, published in *Forming and Operating an EB-5 Regional Center: A Guide for Developers and Business Innovators* by Immigration Daily in June 2014.

PRESENTATIONS

New PPP Loan Funding: Latest Updates and Q&A Panel

Louann Bronstein and Robert McGuirk joined Michael McCarthy and Samuel Evans from Hancock Askew to present this webinar on new PPP loan program updates. The presentation took place via Zoom on February 24, 2021, and

included a Q&A session for attendees.

PPP Loan Forgiveness Updates and Q&A Panel

HunterMaclean teamed up with Hancock Askew to present a webinar on August 13, 2020, on loan forgiveness for the Paycheck Protection Program (PPP). The panelists discussed recent updates to the PPP and answered questions from attendees.

Understanding the Paycheck Protection Program

Louann Bronstein served as a panelist for this webinar about the CARES Act by ALFA International on April 2, 2020. Other panelists included Edward Hayes, Nicholas Simon, and Alex Johnson.

Zoom Webinar re: CARES Act

Louann Bronstein and Robert McGuirk presented this interactive webinar hosted by the Golden Isles Development Authority, Opportunity Brunswick, Brunswick-Golden Isles Chamber of Commerce, and Historic Downtown Brunswick on April 2, 2020.

Corporate Finance and Expansion in a Recovering Economy

Presented at The EB-5 VISA Program-An Alternative Source of Capital, a Daily Report In-House Counsel seminar, on October 1, 2014.