

# ISRAEL PRACTICE



# Our Israeli Presence



Q3 2021 (deal count)

**#2 Most Active Law Firm**  
**VC Deals in Israel**

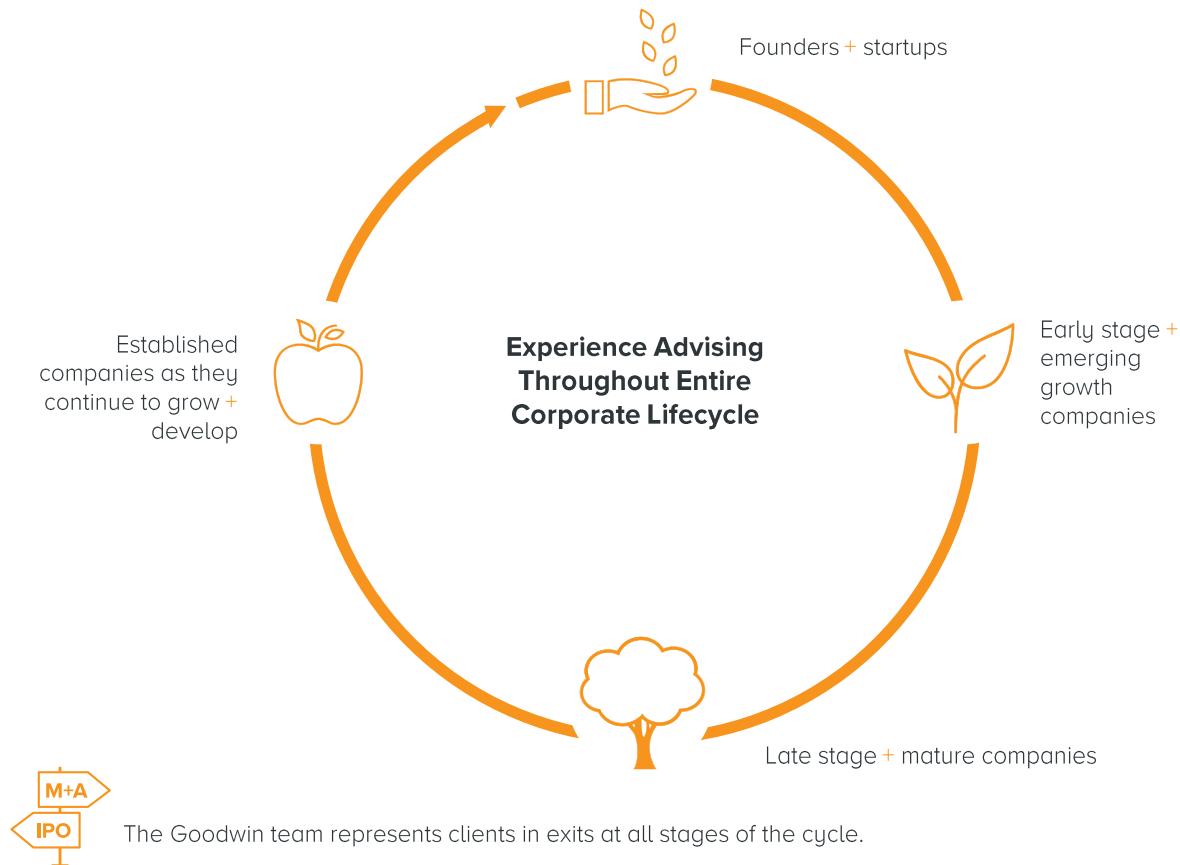
With over **1,800 lawyers** spanning **14 global offices**, our dedicated team brings a comprehensive, coordinated approach that interconnects business, new technologies and the law, with deep expertise in the technology, life sciences, private equity, financial services and real estate, sectors.

Goodwin's Israel Practice has market leading experience advising companies and investors on a global stage throughout the corporate lifecycle, including:

- **Global and U.S. Counsel:** One stop shop for global and U.S. legal services, from corporate and transactional matters to support in IP, privacy, regulatory, labor and tax issues
- **Fund Expertise:** Leading practice for venture capital, private equity and fund formation
- **Israel Experience:** For more than two decades, one of the most active global law firms in Israel
- **Deep Bench:** An Israel practice with more than 150 attorneys, many of whom are fluent in Hebrew, including over a dozen Israeli qualified lawyers

# A Partner Throughout Your Entire Corporate Lifecycle

Goodwin prides itself on being a long-term partner to our clients. With our robust practices spanning the entire corporate lifecycle, we are a “one-stop shop.”



Balanced strength of emerging companies, VC + PE and public company practice is rare among leading law firms

Blend technical know-how and specific industry experience to get deals done quickly and efficiently

Allows us to seamlessly advise through all stages of investments and a client's strategic + business goals

# Relevant Israeli Experience



# Fund Formation Highlights

Goodwin is **one of the largest private investment fund teams in the market** with experience in organizing funds ranging from less than \$5 million to \$25+ billion, as well as incubators, accelerators, SPVs, etc. We provide advice across a broad platform with focused verticals:

- Venture Capital
- Hedge Funds
- Secondaries
- Private Equity
- Funds-of-Funds
- Infrastructure
- Real Estate
- Mezzanine/Debt Funds

*Goodwin acts as primary fund formation counsel to numerous venture capital and private equity funds such as:*



# Israeli Clients

Goodwin has over **30 active Israeli clients**, and advised on over **100 matters** involving Israeli parties in the past two years, across all our practice groups

Our lawyers represent technology and life sciences companies worldwide across the full corporate life cycle.

Our team is experienced in a variety of legal and business matters related to company formation, commercial agreements and venture financing to IPOs, M&A, and more.



# Select Israel Deals – Company-side Financings



**COUNSEL TO  
COMPANY**

**\$188.6 million**  
Series A, B, C, D  
Financings



**COUNSEL TO  
COMPANY**

**\$410 million**  
Series A, B, C, D, E, F  
Financings



**COUNSEL TO  
COMPANY**

**\$433 million**  
Series B, C, D, E  
Financings



**COUNSEL TO  
COMPANY**

**\$145 million**  
Series A-1, B, C, D  
Financings



**COUNSEL TO  
COMPANY**

**\$125 million**  
Growth Investment



**COUNSEL TO  
COMPANY**

**\$200 million**  
Series C and D  
Financing + a Strategic  
investment



**COUNSEL TO  
COMPANY**

**\$50 million**  
Series D



**COUNSEL TO  
COMPANY**

**\$36 million**  
Series C



**COUNSEL TO  
COMPANY**

**\$27 million**  
Series B





# Lead Investor-side Financings



COUNSEL TO  
CO-LEAD INVESTOR

**\$240 million**  
Series E



COUNSEL TO  
LEAD INVESTOR

**\$150 million**  
Series E



COUNSEL TO  
LEAD INVESTOR

**\$185 million**  
Series D



COUNSEL TO  
LEAD INVESTOR

**\$100 million**  
Series C



COUNSEL TO  
LEAD INVESTOR

**\$40 million**  
Series C



COUNSEL TO  
LEAD INVESTOR

**\$60 million**  
Series C



COUNSEL TO  
LEAD INVESTOR

**\$168 million**  
Series C



COUNSEL TO  
LEAD INVESTOR

**\$36 million**  
Series B



COUNSEL TO  
LEAD INVESTOR

**\$38 million**  
Series B



COUNSEL TO  
LEAD INVESTOR

**\$16 million**  
Series B



COUNSEL TO  
LEAD INVESTOR

**\$20 million**  
Series B



COUNSEL TO  
LEAD INVESTOR

**\$40 million**  
Series A



COUNSEL TO  
LEAD INVESTOR

**\$25 million**  
Series A



COUNSEL TO  
LEAD INVESTOR

**\$8 million**  
Series A



COUNSEL TO  
LEAD INVESTOR

**\$12 million**  
Series A



COUNSEL TO  
LEAD INVESTOR

**\$11 million**  
Series Seed



# Investor-side Financings



COUNSEL TO  
INVESTOR

**\$267 million**  
Series F



COUNSEL TO  
INVESTOR

**\$250 million**  
Series E



COUNSEL TO  
INVESTOR

**\$100 million**  
Series D



COUNSEL TO  
INVESTOR

**\$53.5 million**  
Series D



COUNSEL TO  
INVESTOR

**\$200 million**  
Series C



COUNSEL TO  
INVESTOR

**\$210 million**  
Series C



COUNSEL TO  
INVESTOR

**\$100 million**  
Series C



COUNSEL TO  
INVESTOR

**\$58 million**  
Series C



COUNSEL TO  
INVESTOR

**\$52 million**  
Series C



COUNSEL TO  
INVESTOR

**\$105 million**  
Series B



COUNSEL TO  
INVESTOR

**\$60 million**  
Series B



COUNSEL TO  
INVESTOR

**\$26 million**  
Series B



COUNSEL TO  
INVESTOR

Series B



COUNSEL TO  
INVESTOR

**\$30 million**  
Series B



COUNSEL TO  
INVESTOR

**\$8 million**  
Series B



COUNSEL TO  
INVESTOR

**\$26 million**  
Series A



COUNSEL TO  
INVESTOR

**\$3.5 million**  
Series Seed



COUNSEL TO  
INVESTOR

**\$50 million**  
Series A

# M&A Expertise



# Sophisticated and Strategic M&A Counsel

Develop and implement creative strategies to help maximize clients' value and position them as advantageously as possible

- Leading counsel for buyers and sellers of technology companies with extensive experience in representing boards and special committees
- Sophisticated counsel for private and publicly-traded companies, as well as tender offers, proxy contests, corporate restructurings, divestitures, joint ventures, spinoffs, change in control + other transactional (M&A) events

# 100+

corporate lawyers devoted to structuring complex M&A transactions who have worked on countless transactions

By the Numbers  
2021 Tech M&A Deals  
Transaction Size Range

← \$1 million TO → \$10+ billion

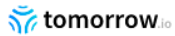
REFINITIV  M&A FY 2021 | Deal Count

# #1

- Global M&A
- U.S. Involvement
- Global Mid-Market M&A
- U.S. Target Mid-Market M&A

*Completed Deals*

# Select Israel Deals – M&A



## COUNSEL TO ACQUIRER

Acquisition of Remote Sensing Solutions



## COUNSEL TO ACQUIRER

Acquisition of SkyFormation



## COUNSEL TO ACQUIRER

Acquisition of Varada



## COUNSEL TO ACQUIRER

Acquisition of SpacelQ from The We Company



## COUNSEL TO TARGET

Sale to Amryt Pharma



## COUNSEL TO TARGET

Sale to Imperva



## COUNSEL TO TARGET

\$2.48 billion  
Divestiture of Global Women's Health Franchise



## COUNSEL TO TARGET

\$365 million  
Sale to National Instruments



## COUNSEL TO TARGET

Sale to Intel



## COUNSEL TO TARGET

Sale to Fiverr



## COUNSEL TO TARGET

Sale to Guesty



## COUNSEL TO TARGET

Sale to PandoLogic



# Capital Markets Expertise



# Top-Tier Technology Capital Markets Expertise



Sophisticated securities lawyers. **Cutting edge expertise** across the full breadth of equity & debt capital markets, advising issuers, sponsors, underwriters and investors in a variety of transactions



**Recognized as leader in Technology**, having represented the underwriters in Qualtrics' IPO in 2021, the second largest enterprise software IPO in history and largest technology spin-off in the last 10 years. We also represented the underwriters in the highly anticipated DoorDash IPO in 2020, and the direct listing of Amplitude on the NASDAQ in 2021.



Advised on **145+ emerging company IPOs** since 2010 in excess of \$53 billion in capital, including company-side IPOs for Atlassian, Carbon Black, Dynatrace, Eventbrite, HubSpot, Marqeta, Okta, Poshmark, Slack, Toast, Twilio, and Zendesk



Robust venture capital & private equity practices giving us a strong understanding of the **perspective of investors** in exit transactions



**Work regularly with premier underwriters**, including Goldman Sachs, Morgan Stanley, J.P. Morgan, Barclays, BofA Securities, Citigroup, Stifel, among others



Handled numerous **dual-track IPO's**, including Qualtrics and Pathwire (Mailgun). Goodwin's Capital Markets and M&A teams are experienced working on condensed timelines to prepare for possible M&A transactions, while simultaneously advising on a pending IPO. Full company lifecycle offerings allow us to quickly & seamlessly pivot in dual-track processes

# Select Israel Capital Market Deals



**COUNSEL TO  
COMPANY**

**\$28.3 million**  
Initial Public Offering



**COUNSEL TO  
COMPANY**

**\$101 million**  
Initial Public Offering



**COUNSEL TO  
COMPANY**

**\$77.75 million**  
Follow-On Offerings



**COUNSEL TO  
COMPANY**

**\$125 million**  
Follow-On Offerings



**COUNSEL TO  
UNDERWRITERS**

**\$450 million**  
Follow-On Offering



**COUNSEL TO  
UNDERWRITERS**

**\$12 million**  
Direct Offering



**COUNSEL TO  
UNDERWRITERS**

**\$200 million**  
Convertible Senior  
Notes Offering



**COUNSEL TO  
UNDERWRITERS**

**\$40 million**  
Initial Public Offering



**COUNSEL TO  
UNDERWRITERS**

**\$108 million**  
Initial Public Offering



**COUNSEL TO  
UNDERWRITERS**

**\$253 million**  
Convertible Senior  
Notes Offering



**COUNSEL TO  
UNDERWRITERS**

**\$17.5 million**  
Initial Public Offering +  
**\$40.5 million**  
Aggregate Follow-On  
Offerings



**COUNSEL TO  
SELLING  
STOCKHOLDERS**

**\$630 million**  
Initial Public Offering



**Chambers Global**  
Chambers Global has once  
again recognized Goodwin's  
status as the law firm at the  
intersection of capital and  
innovation around the world.

With offices in key international financial centers, our capital markets team is well versed in handling cross-border transactions in several foreign jurisdictions including the United Kingdom, Europe, China, Canada, Australia, and of course, Israel.



# Representative IP, Patent, Licensing and Strategic Transactions Experience



**\$75 million** synthetic royalty financing with an affiliate of **HealthCare Royalty Partners**



License agreement with **Sanofi** for up to more than **\$1 billion**



Collaboration with **Alvotech** for an undisclosed amount



License agreement with **MediWound** for up to **\$132.5 million**



Research collaboration and license option agreement with **Biologic Design** undisclosed amount



Strategic collaboration with **Astellas Pharma** for up to **\$440 million**



Collaboration and strategic license agreement with **Alder Biopharmaceuticals** for undisclosed amount

*Select Clients regarding IP Matters:*

NeoTX

NeuroDerm

teva

compugen

# Specialty Areas



# A Deep Bench of Specialists



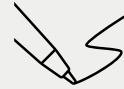
## Data + Privacy + Cybersecurity

One of the longest-standing Privacy + Cybersecurity practices of any Am Law 25 firm



## Regulatory

Strong FDA and Healthcare Regulatory, Antitrust & Competition and Global Trade practices provide essential expertise, practical assessments across all jurisdictions + strategic planning advice



## IPTS

Leading transactional + litigation lawyers to help maximize the value of our clients IP portfolios through licensing + other transactions



## Patent Specialists

Dedicated team of 50+ Patent Specialists, majority of whom have advanced scientific or technical degrees



## Executive Compensation

Specialists advising on matters ranging from equity plans, deferred compensation plans + arrangements to corporate governance + securities law disclosures



## Labor + Employment

Handle all aspects of the employment relationships, ranging from hiring, disciplinary + compensation practices to privacy concerns + issues arising under the Family and Medical Leave Act



## Tax

Acclaimed and sophisticated Tax Practice advising on the full range of international, federal and state tax issues



## Litigation

Litigators with successful track records partner with you + your transactional team to help identify and mitigate risk

# Data + Privacy + Cybersecurity Expertise



Goodwin's Data + Privacy + Cybersecurity group is a team of 25+ lawyers in New York, London, Washington DC, Boston, San Francisco, and Los Angeles who address privacy and cybersecurity issues globally.

## Industries

- Technology, SaaS, PaaS
- Financial Institutions
- Fintech
- Life Sciences
- Healthcare
- Hospitality, PropTech
- E-Commerce
- Entertainment
- Media
- Blockchain (crypto, NFTs)
- Education
- E-Commerce
- Insurance
- Insurtech
- IoT
- Big data and AI
- Privacy Tech & Cybersecurity
- Social Media

## Laws, Regulations

- CalOPPA, CCPA, CPRA
- GDPR & other DP laws
- e-Privacy
- Clinical Trial Regulation
- BIPA + equivalent laws
- COPPA
- TCPA
- CAN-SPAM
- State Privacy Laws
- HIPAA
- GLBA
- FCRA
- NY DFS Cybersecurity Regulations
- State breach notice & infosec laws
- NIST CSF
- PCI DSS
- FTC Section 5
- Global: China, Brazil, India

# Regulatory Expertise

Our lawyers counsel service providers, product developers and manufacturers, and investors on transactions and the applicable healthcare laws and regulations.

We cover the full industry spectrum with a **coordinated, sector-focused approach** rooted in best-in-class legal services. Our lawyers **operate together** as a seamless, integrated team.

## HEALTHCARE VERTICALS SERVED



Behavioral Health



Physician +  
Dental Practices



Clinical Laboratories



Physical Therapy



Hospitals



Device Companies



Drug Companies



Ambulatory  
Surgery Centers

Our Regulatory and Healthcare lawyers advise on all aspects of healthcare law including:

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Anti-Kickback Statute

Stark Law

Civil Monetary Penalties

Fraud and Abuse

M&A Transactions

Medicare and Medicaid

Self Disclosures

Privacy and Data Security

Government Investigations

Compliance

Managed Care Contracting

Reimbursement

Telemedicine

# Intellectual Property Expertise

We bring both extensive transactional and litigation insights to each deal and case. We put the pieces together to help you develop the most efficient strategy for your situation.



# Patent Prosecution Highlights

We understand the challenges companies face when it comes to research + development and the importance of protecting your intellectual property.



- We offer guidance through **all stages of growth**, from development + implementation of patent procurement, management + exploitation policies to collaborations, partnering transactions + strategic alliances.



- 50+ patent specialists, including former patent examiners as the USPTO, operating at the intersection of law + technology, assist clients in the **creation of IP capital and identifying other valuable innovations**.



- We offer **end-to-end patent services** from prosecution and portfolio management to licensing and strategic agreements.



- We have an in-depth understanding of technology which allows us to manage portfolios effectively and focus on **obtaining meaningful patent claims** and aid on the strategic development of patent portfolios.



- We are experienced in positioning patent portfolios to **maximize value** in the marketplace and accelerating patent prosecution when appropriate to obtain patent rights quickly.



- Our experts have a deep understanding of the **interplay of patent and regulatory exclusivities** and the know-how to maximize product exclusivities and most effectively manage patent term expirations.



- We also have extensive expertise **coordinating and adapting prosecution strategy** internationally as well as advising on trade secret protection.



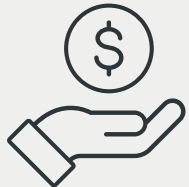
# Executive Compensation Expertise



Advise on **compensation and benefits matters** in connection with say-on-pay, stock and incentive plan design and approval, Section 16 compliance, Sections 409A and 457A compliance, Section 162(m) matters and compensation clawbacks.



Advise on and negotiate **high impact executive arrangements**, including employment agreements and equity participation agreements.



Advise on the **implementation and operation** of stock option + stock purchase plans and other equity-based executive compensation programs, such as those involving restricted stock, restricted stock units and profits interests.



Close collaboration with Goodwin's **ERISA Litigation** and **Labor & Employment** practices means significant involvement in employment and benefit disputes and ERISA fiduciary litigation.



Negotiate and counsel on all compensation aspects of **complex M&A deals**, including executive arrangements, employee incentives and Section 280G golden parachute issues.



Advise employers on the **establishment, operation and termination** of their **retirement plans**, including correcting plan errors through the IRS's voluntary correction procedures.

# Labor + Employment Expertise

**Management teams of all sizes and across a broad spectrum of industries rely on Goodwin for advice and representation in all areas of labor and employment law.**

- We provide practical **advice** to employers on:
  - Hiring and disciplinary practices
  - Compensation
  - Workplace violence
  - Privacy concerns
  - Issues arising under the Family and Medical Leave Act
  - Loyalty issues
- We have extensive employment **litigation** experience involving:
  - Reasonable accommodation of disabilities
  - Sexual harassment
  - Discrimination claims

## AREAS OF SPECIALTY

Employment  
Counseling

Corporate  
Transactions

Employment  
Litigation

Labor Management  
Relations

Trade Secrets

Department of Labor  
Investigations



# Tax Practice Expertise

Our team of tax experts advises on the full range of corporate transactions, M&A, Life Sciences, Private Investment Funds, and Real Estate Capital Markets & REITs.



# Litigation Expertise

- Goodwin's **business litigation practice** specializes in handling complex disputes, representing leaders in diverse industry sectors, including many Fortune 100 companies, in connection with their most important litigation matters. What sets us apart from our peers is our depth of trial and arbitration experience, class action expertise, and connections to the specialized business litigation courts across the country.
- Goodwin's **M&A litigators** continue the work of the integrated transaction team by defeating the inevitable court challenges in state and federal courts across the country.
- Our **securities litigators** are critical members of the transaction team throughout the board's process, advising on everything from fiduciary obligations in the sales process, merger terms and disclosures in SEC filings, to successfully defending the litigation that follows.

## AREAS OF EXPERTISE

Antitrust + Competition	Investment Management Litigation
Appellate Litigation	Privacy + Cybersecurity
Employment	Products Liability
ERISA Litigation	Securities +
Government	Shareholder Litigation
Investigations + Enforcement	Trade Secrets +
Intellectual Property	Restrictive Covenants
Litigation	White Collar Defense

**Chambers**  
AND PARTNERS

According to *Chambers USA*, "[an] outstanding practice, renowned for its representation in complex business litigation."



Nationally recognized in 15 practices including ERISA, Investigations and White Collar and Financial Institutions



11 Goodwin Partners Highly ranked in *Benchmark Litigation* 2019  
Six Goodwin Partners recognized on their 2019 Under 40 Hot List



# The Goodwin Team



# Goodwin Team

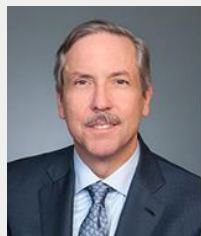


**William Schnoor**

Partner

Boston | +1 617 570 1020  
[wschnoor@goodwinlaw.com](mailto:wschnoor@goodwinlaw.com)

Bill Schnoor is a partner in and former co-chair of the firm's Technology and Life Sciences groups. He works in all areas of corporate, securities and partnership laws, with a primary focus on advising high-growth technology and life sciences companies. A significant portion of Mr. Schnoor's practice has involved cross-border financings and acquisitions. To view William's full bio, [click here](#).



**Thomas Beaudoin**

Partner

Boston | +1 617 570 1580  
[tbeaudoin@goodwinlaw.com](mailto:tbeaudoin@goodwinlaw.com)

Thomas Beaudoin is a partner in the firm's Business Law Department and a member of its Private Investment Funds practice. A leader in the field of fund formation, Mr. Beaudoin advises venture capital and private equity funds, and his clients include premier venture capitalists in the United States, Israel and other technology centers, as well as small and mid-sized private equity funds. To view Thomas' full bio, [click here](#).



**Aly Simons**

Partner

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Aly Simons is a partner in the firm's Business Law Department and serves as Co-Chair of the firm's Technology M&A practice. Ms. Simons coaches boards and executives through successful M&A exits and helps companies grow their businesses and realize value through acquisition, both domestically and cross-border. To view Aly's full bio, [click here](#).



**Mayan Katz**

Partner

New York | +1 212 459 7269  
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Mayan Katz is a partner in Goodwin's Life Sciences group. Mr. Katz represents private and public companies and investors in the pharmaceutical, medical device, biotechnology and digital health sectors throughout the corporate lifecycle. Mr. Katz is a leader in the firm's Israel practice and also maintains an active pro bono practice. To view Mayan's full bio, [click here](#).

# Goodwin Team



## Omer Tene

Partner

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Omer Tene is a partner in the firm's Technology group and Data, Privacy & Cybersecurity practice. Mr. Tene is globally renowned as a premier legal practitioner and thought leader on privacy, cybersecurity, AI and law and technology. To view Omer's full bio, [click here](#).



## Oded Schein

Partner

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Dr. Oded Schein is a partner in the firm's Tax practice, resident in Munich. Dr. Schein has experience in German and international tax planning and provides tax-related advice in the context of cross-border private equity transactions. He focuses on the structuring of investment vehicles for commercial and private investors and advises on restructurings. To view Oded's full bio, [click here](#).



## Beni Surpin

Partner

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Beni Surpin is a partner in the firm's Life Sciences group, where he focuses on global technology and commercial transactions. Mr. Surpin counsels international and domestic companies on a variety of legal and business issues in complex technology, intellectual property and commercial deals, including in the life sciences, medical devices, healthcare, and more. To view Beni's full bio, [click here](#).



## Isaac Vinyarsh

Partner

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[Ivinyarsh@goodwinlaw.com](mailto:Ivinyarsh@goodwinlaw.com)

Isaac Vinyarsh is a partner in the firm's Business Law Department and a member of its Private Equity group. Mr. Vinyarsh advises private equity sponsors, venture capital funds, their portfolio companies, and corporate clients on a range of complex M&A transactions, growth equity investments, and general corporate matters. To view Isaac's full bio, [click here](#).



# Goodwin Team



## Adi Vinyarsh

Associate

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Adi Vinyarsh is an associate in Goodwin's Business Law Department and a member of its Technology and Life Sciences groups. Her practice focuses on general corporate representation, venture capital financings, mergers and acquisitions, and public offerings. She joined the firm in 2019. To view Adi's full bio, [click here](#).



## Ortal Ben Aharon

Associate

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Ortal Ben Aharon is an associate in Goodwin's Antitrust and Competition Law practice. Her practice focuses on helping companies obtain clearance for proposed transactions from the Antitrust Division of the Department of Justice and the Federal Trade Commission. To view Ortal's full bio, [click here](#).



## Mohammed Jaljule

Associate

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Mohammed Jaljule, an associate in the Tax Department at Goodwin, works on a range of U.S. federal tax matters including mergers and acquisitions, partnerships and joint ventures, general corporate and international taxation. Mr. Jaljule is also admitted to practice as a CPA in Israel. To view Mohammed's full bio, [click here](#).



## Fred H. Rein

Counsel

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Fred Rein is a New York and California lawyer as well as a United States Registered Patent Attorney. He also holds CIPP/E and CIPP/US accreditation through the International Association of Privacy Professionals. As a globally-minded, tech-focused attorney who speaks Hebrew, Mr. Rein serves as Chair of the American Intellectual Property Law Association's Israel Committee. To view Fred's full bio, [click here](#).