
Eric K. Graben, MEMBER

Eric represents both public and private company clients in corporate and securities law matters and complex transactions. He advises clients on a full range of corporate and commercial matters, including company formation and choice of entity, raising angel and venture capital, negotiating complex contracts, director and officer fiduciary duties, going public, and public company strategic transactions including mergers and acquisitions, proxy contests, corporate reorganizations, securities offerings, and managing complex commercial relationships.



CONTACT

P: 864-242-8290

F: 864-235-8900

egraben@wyche.com

PRACTICE AREAS

- **Securities and Corporate Finance**
 - **Outside General Counsel**
 - **Venture Capital and Private Equity**
 - **Corporate**
 - **Mergers and Acquisitions**
 - **Entrepreneur Services**
 - **Novel Questions of Law**
 - **Employee Benefits and Executive Compensation**
 - **Technology**
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EDUCATION

- 1997, J.D. University of Virginia School of Law, *Virginia Law Review*, Editorial Board, 1995-97; Order of the Coif; Lacy Withers Armor Scholar
- 1991 & 1988, PhD., M.A. University of Virginia, Graduate School of Arts & Sciences; Foreign Affairs; Hubert H. Humphrey Fellowship, U.S. Arms Control & Disarmament Agency, 1990-91; MacArthur Fellow; Center for International Security Studies at Maryland, 1989-91; National Science Foundation Fellow, 1987-90; University of Virginia Presidential Fellow, 1986-87, 1990-91
- 1986, B.S. Clemson University, Physics, *summa cum laude*
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REPRESENTATIVE MATTERS

Recent M&A Transactions

- Represented Span-America Medical Systems, Inc. (Nasdaq: SPAN) in connection with its acquisition by Savaria Corporation (TSX: SIS) for approximately \$80.2 million by way of an all-cash tender offer pursuant to an agreement and plan of merger.
- Represented the founders of ten affiliated healthcare clinical trials companies in connection with the reorganization of the companies under a holding company and the subsequent recapitalization of the holding company by private equity.
- Represented the South Carolina Department of Health and Environmental Control in the transfer of its licenses to provide home health services in all 46 counties of South Carolina for approximately \$18 million to a subsidiary of Kindred Healthcare, Inc. (NYSE:KND).

Recent Entrepreneur Representations

- Represented smart phone application development company in four rounds of convertible note and warrant offerings and in compensatory restricted stock issuances.
- Represented growth stage technology company in private offering of preferred stock to venture capital investors.
- Represented computer chip design start-up in acquisition of its core intellectual property and convertible note private placement.

Recent Outside General Counsel Representations

- Represented community bank in proxy contest.
- Represented Span-America Medical Systems, Inc. (Nasdaq: SPAN) in the repurchase of approximately 9% of its outstanding common stock from affiliates of The InterTech Group and negotiation of a related standstill agreement.

Representative Historical Transactions

- **Luxury Jet Transactions**
 - Acquisition of a new Bombardier Global 5000 in 2007
 - Acquisition of a new Gulfstream G650 in 2015
 - Sale of a Gulfstream G650 in 2015
 - Acquisition of a new Bombardier Global 6000 in 2016
- **Ranger International Services Group, Inc. & Louis Berger Services, Inc.**
 - Represented Ranger International Services Group, Inc., an aviation, logistics and engineering services firm, in its acquisition of U.S. Logistics, Inc. --

Named "Lower Middle Market Deal of the Year" for 2009 and one of the "Deals of the Decade" by *The M&A Advisor Magazine*.

- Represented Ranger International Services Group, Inc. in its acquisition by Berger Group Holdings, Inc., a global engineering firm, announced February 1, 2012. Ranger was renamed Louis Berger Services, Inc. following the transaction.
- Represented Louis Berger Services, Inc., in its acquisition of Hawthorne Services, Inc., a firm specializing in facility services and fueling operations at airfields and military bases, in December 2012.
- Represented founders of a private company who had built their business over 20 years in selling a majority interest in their company for over \$50 million to two private equity funds.
 - Represented the founders as selling shareholders in its initial public offering.
 - Represented the founders as selling shareholders in secondary offerings on Form S-3.
- Represented Span-America Medical Systems, Inc. (Nasdaq: SPAN), a manufacturer of hospital bed mattresses and other foam products, in its acquisition of the assets of M.C. Healthcare Products, Inc., a Canadian company that manufactures hospital bed frames and sells other hospital room furniture, for approximately \$9.8 million in December 2011.

PROFESSIONAL BACKGROUND

1997-present	Wyche, P.A.
1992-94	Visiting Assistant Professor, Clemson University Political Science Department
1992	Post-Doctoral Fellow, Los Alamos National Laboratory

BAR & COURT ADMISSIONS

- South Carolina Bar, 1997

PROFESSIONAL & COMMUNITY ACTIVITIES`

- Chair of the Task Force on Model Short Mergers & Acquisitions Agreements of the American Bar Association, Business Law Section, Middle Market & Small Business Committee charged with creating model 12-15 page stock purchase and asset purchase agreements intended for use in merger and acquisition transactions with a purchase price in the \$500,000 to \$10 million range.
- American Bar Association, Business Law Section, Middle Market & Small Business Committee, Member
- American Bar Association, Business Law Section, Mergers & Acquisitions Committee, Member
- Greenville Chamber of Commerce
- Urban League of the Upstate, Board of Directors, 2009-2014; General Counsel, 2009-2011
- Guardian Ad Litem for Children in DSS Abuse and Neglect cases, Volunteer, 1998-2013
- Caine Halter Family YMCA, Board of Advisors, 2006-2011
- Friends of the Greenville County Volunteer GAL Program, Board of Directors, 2004-2006

- Greenville Housing Authority, Board of Commissioners, 2000-2007; Chairman, 2006-2007
- Palmetto Boys Shelter of Miracle Hill Ministries Volunteer, 1998-2003
- Pendleton Place for Children and Families, Board of Directors, 2015-Present

PUBLICATIONS & PRESENTATIONS

- Course Instructor for Panel Presentation “Honey I Shrunk the Documents: Best practices for Purchase Agreements That Get Deals Done!” at the M&A Source conference at Las Vegas, Nevada, October 23, 2017
- Course Instructor for Arizona Bar Continuing Legal Education Seminar “Honey I Shrunk the Documents: Best practices for Purchase Agreements That Get Deals Done!” in Phoenix, Arizona, May 12, 2017
- Panel presentation “Drafting Arbitration Clauses” for program titled “ADR in Action: How Arbitration and Mediation Clauses Work on Paper and in Practice” at the American Bar Association Business Law Section Spring Meeting, Montreal, Canada, April 7, 2016
- Doing Business in South Carolina Guide, author of Section XV: Licenses, updated October 2015
- Panel presentation “We’re Not in Kansas Anymore - Foreign M&A Pitfalls” for Wyche M&A CEO Roundtable, Greenville, South Carolina, September 15, 2015
- Speaker, “Securities Laws & Raising Capital”, The Iron Yard, May 13, 2015
- Speaker, “Private Offerings & Disclosure: Typical VC Investment Terms”, The Iron Yard, July 23, 2014
- Speaker, "Securities Laws & Disclosure", The Iron Yard, April 26, 2013
- Speaker, "Private Placements", The Iron Yard, August 8, 2012
- Guest Lecturer, “Starting Your Company”, Executive Leadership & Entrepreneurship Class, Clemson University College of Business & Behavioral Science, October 30, 2008
- Panelist, Wyche In-House Counsel CLE Roundtable - Mergers & Acquisitions, October 2008
- Raising Capital 101: Legal Considerations for Entrepreneurs, Start-ups and Small Businesses, as heard on "South Carolina Business Review" with Mike Switzer broadcast on June 26, 2008

HONORS AND AWARDS

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| 2018 | <i>Best Lawyers</i> 2018 Greenville Corporate Law "Lawyer of the Year" |
| 2017 - Present | Listed in <i>Chambers USA</i> |
| 2014 | <i>Best Lawyers</i> Greenville Securities/Capital Markets Law "Lawyer of the Year" |
| 2012 - 2015 | Recognized as "Legal Elite" by the <i>Greenville Business Magazine</i> |
| 2011 | Urban League of the Upstate Volunteer of the Year Award |
| 2010 - Present | Listed in <i>Best Lawyers In America: Corporate Law (2010-Present)</i> ,
<i>Securities Law (2011-Present)</i> |
| 2007 | Liberty Fellow, Class of 2007 |
| 1999 | South Carolina Bar Pro Bono Lawyer of the Year |
| 1997 | Thomas Marshall Miller Prize for Community Service, Virginia School of Law |
| 1997 | Robert F. Kennedy Award for Community Service, Virginia School of Law |
| 1997 | Rosenblum Award for Community Service, Virginia School of Law |