



CORPORATE TRANSACTION HIGHLIGHTS

2017

Pryor Cashman’s Corporate Group was highly active in the first half of 2017, advising clients on numerous mergers and acquisitions, joint ventures, public and private securities offerings and licensing deals. Additionally, we continued to provide general counseling services to clients ranging from promising startups to bold innovators, entrepreneurs and established corporations.

Below is a sampling of transactions completed in the first half of 2017. We anticipate an equally busy second half of the year and will continue to share what we’re working on and how our experience can yield value for your business.



Benchmark Builders, Inc., a premier, New York-based general contractor and construction management services firm, in its acquisition by network infrastructure solutions leader FTE Networks, Inc. (OTCQX: FTNW) for a purchase price of \$75 million, consisting of cash, common stock and notes.



National Holdings Corporation (NASDAQ: NHLD), a full-service investment banking and asset management firm, in the registered issuance of a dividend of warrants to purchase shares of the common stock of National Holdings, and the listing of such warrants on the Nasdaq Capital Market.



Russell Simmons, music mogul and entrepreneur, in the sale of UniRush, LLC, the prepaid debit card company he co-founded, to prepaid card giant Green Dot Corporation (NYSE: GDOT) for \$167 million.



Nabaltec AG, a Germany-based company that develops, manufactures and distributes functional fillers for the plastics industry and raw materials for technical ceramics, in its acquisition of a 49% membership interest in the Nashtec LLC joint venture held by Allied Alumina LLC, an affiliate of Sherwin Alumina Company LLC.



China Jo-Jo Drugstores, Inc., a leading retailer and wholesale distributor of pharmaceutical and healthcare products in China (NASDAQ: CJJD), in its private placement of 4.84 million shares of common stock for gross proceeds of \$10.6 million.



AdExchanger, an integrated media and events company devoted to the digital advertising and marketing space, in its acquisition by leading worldwide information and marketing company, Access Intelligence.



Marina Biotech, Inc., a leading nucleic acid-based drug discovery and development company focused on rare diseases, in (i) its acquisition of Prestalia®, a treatment of hypertension, from Symplmed Pharmaceuticals LLC.; and (ii) its \$90M licensing agreement regarding Marina's SMARTICLESTM platform for the delivery of nanoparticles, including small molecules, peptides, proteins and biologics.



Joseph Gunnar & Co. as placement agent in an At-the-Market offering (ATM) of common stock of Staffing 360 Solutions, Inc. (NASDAQ: STAF), executing a global buy-and-build strategy through the acquisition of staffing organizations in the US and the UK.



Sino-Global Shipping America, Ltd. (NASDAQ CM: SINO), a company engaged in shipping, chartering, logistics and related services, in a \$4.77 million registered direct offering of common stock.



Major Food Group (owners of Carbone, Dirty French, Santina, Sadelle's, ZZ's Clam Bar and Parm in New York City) in its partnership with Seagram Building owner Aby Rosen to open new restaurants in the space that was previously home to the iconic restaurant, The Four Seasons.



The Aaron Group, a leading international jewelry manufacturer and marketer, in its acquisition by fine jewelry manufacturer Richline Group, Inc., a wholly-owned subsidiary of Berkshire Hathaway.



PayGo Energy, Inc., the developer of a revolutionary cookstove solution and distribution system, in its private placement of approximately \$1.1 million of Series Seed Convertible Preferred Stock to institutional accredited investors.

NYM Holding, Inc.

NYM Holding, Inc., an Asian/Chinese grocery supermarket chain in the northeastern U.S., in its merger into iFresh, Inc. (NASDAQ CM: IFMK), a special purpose acquisition company, or "SPAC".



Aegis Capital Corp. in its capacity as underwriter in connection with a public offering of units encompassing preferred stock, common stock and warrants of Inpixon (NASDAQ: INPX), an indoor positioning and data analytics company.



SPOT Canine Club (SPOT), a provider of premium pet care services in New York City, in its acquisition by AKC Pet Care LLC, an affiliate of the American Kennel Club.



Alfredo Prodotti LLC, a joint venture between Alfredo's International, Inc. and Vega Specialty Foods, LLC, in launching *The Only Original Alfredo Sauce* pursuant to a license with the owners of Alfredo alla Scrofa Ristorante. Scrofa, located in Rome, created the inimitable fettuccine Alfredo in 1914.