

## Kevin A. Prakke

### Partner

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Kevin Prakke is the firm's practice group leader in a variety of subject areas, including securities law, fund formation, venture capital & start-ups and has more than 20 years of experience representing emerging growth companies, entrepreneurs and investors in a broad range of commercial and investment transactions. Prior to joining Manning Fulton in 2013, Kevin was formerly a partner in the corporate and private equity practice groups of an AmLaw 150 law firm and for 12 years prior thereto he honed his legal skills in one of the Triangle's largest and most active corporate transaction-based law firms. Kevin has assisted clients in completing private placements and public offerings raising hundreds of millions of dollars.

Kevin's practice focuses primarily on the areas of corporate law, securities law, and corporate finance. He has more than 20 years of experience representing emerging growth companies, entrepreneurs and investors in a broad range of commercial and investment transactions, including entity formation, venture capital financings, private placements and public offerings of both debt and equity securities, mergers & acquisitions, angel investments, spin-offs, fund formations, contract drafting and negotiation, equity compensation, corporate governance, securities regulatory compliance and private equity transactions. Kevin's experience ranges from representing start-up and emerging growth companies in their initial organizations and financings to representing larger international companies on sophisticated and complex business transactions. This past year he assisted a biotech services company to develop and implement a phantom stock program for their executive team. More recently, he assisted a human tissue and biological products company to complete a second round of equity financing from an angel investment group to fund their product development efforts.

Kevin has represented issuers in more than a dozen public offerings, including IPOs and follow-on public offerings, as well as private issuers in raising hundreds of millions of dollars of capital for their

### Services

- Corporate Law and Mergers & Acquisitions
- Corporate Finance
- Family Office Attorneys/Investor Representation
- Intellectual Property
- International
- Life Sciences
- Mergers and Acquisitions
- Privacy Attorneys and Data Security
- Private Equity Attorneys/Fund Formation
- Technology, Internet and E-Commerce
- Employment Law
- Employment Law and Employee Benefits

businesses. He recently represented an e-learning software-as-a-service (SaaS) company in connection with its sale to an established Private Equity Group (PEG) buyer for \$10 million and the related structuring and implementation of an incentive phantom stock plan for their employees. This past year, Kevin advised several C-level executives in negotiating new employment agreements and related multi-million dollar equity compensation grants.

## Credentials

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### Education

- University of North Carolina School of Law (J.D., 1993)
- University of North Carolina (B.S. in Business/Finance, with distinction, 1990), Phi Beta Kappa and Beta Gamma Sigma (business honors)

### Admitted to Practice

- State of North Carolina, 1993

### Professional Activities

- Council for Entrepreneurial Development (CED) – Board Member (2011- 2017)
- North Carolina Bar Association
  - Business Law Section Member (20+ years)
  - Former Business Section Council Member (2013-2016)
  - Co-Chair of the committee that prepared a comprehensive study comparing North Carolina and Delaware corporate law
- Wake County Bar Association
- American Bar Association – Business Law Section Member
- Listed in *Business North Carolina Magazine's* Legal Elite in the practice area of Corporate Law (2012, 2014, 2016) and in the Young Guns category (2008)
- Recognized in *The Best Lawyers in America*® in the practice areas of Corporate Law (2013-2021), Mergers & Acquisitions Law and Securities Regulation (2015-2021)
- Listed in *North Carolina Super Lawyers* (2014-2020) in Securities & Corporate Finance
- Leadership Raleigh Program, 2007 graduate

### Prior Experience

- Williams Mullen, Raleigh NC
  - Partner, 2005 – January 2013 (8 years)
- Wyrick Robbins, Raleigh NC
  - Partner, 1993-2005 (12 years)

## Representative Transactions

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- Represented an e-learning software-as-a-service (SaaS) company in connection with its recent sale to an established Private Equity Group (PEG) buyer for \$10 million and the related structuring and implementation of an incentive phantom stock plan for the company's employees.
- Represented Medic Computer Systems, Inc. in connection with its sale to Misys for \$923 million.
- Served as outside General Counsel for 10+ years for VCampus Corporation, a Nasdaq listed e-learning company, including in connection with its IPO and dozens of follow-on PIPE financings and private

placement transactions involving more than \$60 million.

- Represented a local oncology management services company in connection with its sale to a private equity group netting the original founders a total of \$125+ million (when combined with the proceeds distributed to such founders from the company's subsequent sale to McKesson).
- Represented a human tissue and biological products company complete a \$750,000 second round of equity financing from an angel investment group to fund the company's product development efforts.
- Represented a NC-based private equity fund in connection with its successful fund formation and launch (and its first portfolio investment) in 2017.
- Represented numerous angel investors in connection with their direct investments (ranging in size from \$100,000 to \$3 million per investment) in various portfolio companies.
- Successfully negotiated exclusive licensing and distribution agreements on behalf of a NC-based manufacturer with several internationally recognized fashion design brands.
- Advised several C-level executives in negotiating new employment agreements and related terms for their multi-million dollar equity compensation grants.
- Represented numerous start-up and emerging growth companies in connection with the launch and development of their ventures, including resolution of founder and shareholder disputes.
- Assisted client that is one of the largest US franchisees of a nationally recognized automotive services franchisor complete its \$3.7 million tender offer for shares held by existing shareholders.