



C. Thomas Hopkins

Partner

Century City
1901 Avenue of the Stars
Suite 1600
Los Angeles , CA 90067

Palo Alto
379 Lytton Avenue
Palo Alto , CA 94301

Tel: 310.228.3735
Fax: 805.879.1872
thopkins@sheppardmullin.com

PRACTICE AREAS

- Corporate
- International Practice

INDUSTRIES

- Digital Business
- Emerging Growth/Venture Capital
- Entertainment, Media and Technology
- Financial Services
- Food and Beverage
- Private Equity

OVERVIEW

Tom Hopkins is a partner in the firm's Century City, Palo Alto and Santa Barbara offices and is co-chair of the firm's Corporate Practice Group.

Areas of Practice

Mr. Hopkins' areas of specialization include public and private securities offerings, securities, venture capital, finance, merger and acquisitions, restructuring and workouts, joint ventures, business start-ups, and representing clients with respect to general business matters. Mr. Hopkins represents clients ranging from individuals and privately held companies to large publicly-traded corporations in many diverse industries.

EDUCATION

- J.D., University of Southern California, 1993, *Order of the Coif*, Notes Editor, *University of Southern California Law Review*
- B.A., American University, 1986

EXPERIENCE

Recent Representative Transactions

Represented LegalZoom.com, Inc. in connection with a transaction involving Institutional Venture Partners, Kleiner Perkins Caufield & Byers and certain existing stockholders of Legalzoom.com.

Represented ReaID Inc. (NYSE: RLD) in its \$230 million initial public offering on the New York Stock Exchange, and a subsequent follow-on secondary offering of an additional \$250 million.

Represented OpenTable (Nasdaq: OPEN) in its \$200 million all secondary offering.

Represents LegalZoom.com, Inc. in various matters, including their Loan and Security Agreement with Comerica Bank.

Represented Adconion Media Group in its acquisition of Frontline Direct, Inc.

Represented Adconion Media Group in its acquisition of certain assets of Joost.

Represented JAMDAT Mobile (Nasdaq: JMDT) in its \$680 million merger with Electronic Arts Inc. (Nasdaq: ERTS).

Represented JAMDAT Mobile Inc. in its initial public offering.

Represented JAMDAT Mobile Inc. in its \$137 million acquisition of Blue Lava Wireless.

Represented Fastclick Inc. (Nasdaq: FSTC) in its initial public offering.

Represented Fastclick Inc. in its \$75 million recapitalization with Oak Investment Partners and Highland Capital Partners.

Represented The Boeing Company (NYSE: BA) in its \$1.7 billion acquisition of Aviall, Inc (NYSE: AVL).

Represented Parent, FNF Capital Holdings, LLC and Ultimate Parent, Fidelity National Financial, Inc. (NYSE:FNF), in the sale of wholly owned subsidiary Fidelity National Capital, Inc. to Winthrop Resources Corporation, a wholly owned subsidiary of TCF Financial Corporation(NYSE:TCB).

Represented Fidelity National Financial, Inc. (NYSE:FNF) in its acquisition of ATM Holdings, Inc. ("ATM").

Represented Primedex Health Systems, Inc. (OTCBB: PMDX) in its \$221 million acquisition of Radiologix, Inc. (AMEX: RGX)

Represented Summa Industries (Nasdaq: SUMX) in its acquisition by Habasit Holding AG, and Habasit Holding USA, Inc.

Represented Mobile Messenger in the sale of a majority interest of SilverLake Sumeru.

Represented The FRS Company in its issuance of Series A, B, C & D all Preferred Stock led by Oak Investment Partners, and product endorsement deal with Lance Armstrong.

Represented Gogii, Inc. in its issuance of Series B Preferred Stock to Matrix Partners VIII, L.P. and KPCB Holdings, Inc.

Represented Archetype Media/Social Vibe in its issuance of Series A Preferred Stock to Redpoint Ventures and in its issuance of Series B Preferred Stock to JAFCO Technologies Partners and Redpoint Ventures.

Represented Xinhua Finance Limited ("XFL") (TSE Mothers: 9399) (OTC ADRs: XHFNY) in connection with their sale of assets to Forever Alliance Limited and PRN Business Consulting (Shanghai) Company Limited.

Represented Xinhua Finance Limited (TSE Mothers: 9399) (OTC ADRs: XHFNY) in connection with the sale of the assets of its subsidiary, G-7 Group, Inc., to Medley Global Advisors, L.L.C.

Represented La Brea Bakery in its sale to IAWS Group plc.

Represented Helinet Aviation Services, LLC in its financing with Bison Capital Structured Equity Partners.

Represented eLogic Corporation in its sale to Reed Elsevier, Inc.

HONORS

- Who's Who in L.A. Law, *Los Angeles Business Journal*, 2011
- Best Lawyers in America, 2008, 2009, 2010, 2011, 2012
- Recognized, Mergers & Acquisitions, Legal 500, 2008, 2009, 2011
- Leading M&A Lawyer, *The Legal 500 United States 2007*
- Southern California Super Lawyer, 2009, 2010, 2011, 2012
- Southern California's Best Lawyers, 2009, 2010, 2011
- Dealmaker of the Year, *Pacific Coast Business Times*
- Who's Who in Professional Services, *Pacific Coast Business Times*, 2009, 2010

MEMBERSHIPS

- Member, Business Section, State Bar of California
- Member, Santa Barbara County Bar Association
- Member, Los Angeles County Bar Association

ARTICLES

- "Waiting Period" - Too Important Not to Ignore, *Lexis China Review*, November 1, 2007
- New Disclosure Requirements Enacted For Publicly Traded Corporations Incorporated or Qualified To Do Business In California, November 4, 2002
- New Corporate Reform Law, August 4, 2002

Corporate & Securities Law Blog Articles

- "Tennessee Court Orders Buyer to Complete Acquisition in Genesco Deal", January 30, 2008
- "SEC Amends 'Best Price' Rule", January 30, 2008

SPEECHES

- He lectures frequently to both business and professional groups as well as at the University of California, Santa Barbara on a variety of corporate and securities issues.

EVENTS

- Imperial Capital Consumer Summit