



David M. Bosko

Of Counsel

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PRACTICE AREAS

- Corporate

INDUSTRIES

- Technology

OVERVIEW

David M. Bosko is Of Counsel for the firm's Corporate Practice Group practicing in the Orange County office.

Areas of Practice

Mr. Bosko represents a wide variety of business entities ranging from family and middle market businesses to multinational corporations in connection with general corporate matters, mergers and acquisitions and corporate finance.

EDUCATION

- J.D., Stanford University, 1965
- B.S.(Electrical Engineering), Stanford University, 1962

EXPERIENCE

Recent Representative Transactions

Representing sellers in:

\$29,000,000 sale of a residential care provider (2004)

Sale of 40% interest in a software developer and resolution of related shareholder dispute (2004)

\$33,000,000 sale of Orion Scientific Systems, a data mining software developer (2004)

Sale of Hurley International LLC to Nike, Inc., for an undisclosed amount (2002)

\$32,000,000 recapitalization of Halex Corp., a tackless strip manufacturer (2002)

\$8,500,000 sale of a software developer (2002)

\$21,000,000 sale of a packaging concern (2001)

\$27,000,000 sale of precision parts manufacturer (1999)

\$20,000,000 sale of construction tools manufacturer (1999)

\$29,000,000 leveraged recapitalization of recreational products manufacturer (1998)

\$9,500,000 sale of software consulting service (1998)

Representing buyers in:

\$11,000,000 acquisition of a swimming pool manufacturer (2002)

\$9,000,000 acquisition, by a German company, of an industrial coatings concern (2000)

Representing management and key employees in:

Employment agreement negotiations for numerous executives and employers.

Representation of minority shareholders or management in numerous acquisitions.

Severance negotiations for numerous executives and employers.

Technology Transactions

Joint venture negotiations for development of data mining software.

Service contracts for OCR systems for title plant (represented customer).

Licensing of technology for aircraft ice detector system (represented licensor).

Software development contract with British Columbia (represented vendor) for OCR system.

Contracts for development of various computerized title plants (represented developer).

20-year computer services contract for computerized title plant (represented customer).

Software development contract with Kern County records department (represented vendor).

Software development contract with the City of Philadelphia (represented vendor).

Numerous computer services agreements representing both customers and vendors.

General representation of software providers.

International

Negotiating a supply contract for a Netherlands corporation.

Terminating a U.S. license with an Australian corporation.

Establishing a branch in France for a U.S. manufacturing concern.

Dissolution of Estate involving assets in France, Saudi Arabia, Spain and Switzerland.

General Corporate

Development of a corporate governance program for a publicly-held entity subject to Sarbanes-Oxley (2003)

Representation of a special committee of the board of directors to consider a going private transaction (2003)

Negotiation of termination of a \$50,000,000 joint venture (1997-2000)

Formation of start-up entities engaged in:

- outdoor advertising (2003)
- waste bin manufacturing (2003)
- home security (2003)
- placement of software developers (1999)
- software design and development (1998)
- womens' apparel (1995, 1997, 1998)

Negotiation of a shareholders agreement for a fourth-generation family business (1998-2000)

HONORS

- "The Best Lawyers in America" since 1988
- "Southern California Super Lawyer," 2004, 2005, 2008, 2009, 2010
- "Top 50 Orange County Super Lawyers," 2004
- "Best Lawyers in Orange County," 2003, 2005

MEMBERSHIPS

- Former Chair, Corporate/Financing Issues Subcommittee of the American Bar Association's Committee on Technology and Intellectual Property, 1992-1996
- Former Chair, Corporations Committee of the State Bar of California, 1986-1987
- Former Chair, Executive Committee of the Los Angeles County Bar Association's Business and Corporations Law Section, 1986-1987
- Arbitrator, National Association of Securities Dealers, Inc.

ARTICLES

- New Disclosure Requirements Enacted For Publicly Traded Corporations Incorporated or Qualified To Do Business In California, November 4, 2002
- Author: "Usury Computations: A Primer," 51 California State Bar Journal 383, 1976
- Co-Author: "Practice Under the New California Usury Law," 55 California State Bar Journal 58, 1980; "What is Left of the California Usury Law?" 1 California Business Law Reporter 73, 1980; "California's Diminishing Usury Law," 4 California Lawyer 12, 1984

SPEECHES

- "Advanced Course of Study: Mergers and Acquisitions," CEB, 2000, 2001, 2002, 2004
- "Mergers and Acquisitions," CEB, 1998 and 1999
- "Royalty Relationships," KPMG, Los Angeles and Costa Mesa, 1997

- "Software Royalty Underreporting," KPMG, Santa Clara, 1997
- "Mergers and Acquisitions," BDO Seidman Internal Training, Dallas, 1994
- "Family Businesses," Santa Barbara Family Business Seminar, 1993, 1995