

# Brian C. Wheeler

## Partner

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Brian Wheeler is a seasoned strategic advisor with decades of experience providing legal and business guidance to clients across a wide variety of industries. Both Brian's work in private practice and his in-house career have given him an extensive background in M&A —particularly cross-border M&A — transactions involving venture-backed companies in the technology and life sciences sectors, growth equity, private equity, and fund structuring.

Brian's legal acumen extends beyond private practice to his significant in-house tenure at companies on the cutting-edge of the technological revolution. The former general counsel and head of corporate development of Heni, an international technology and art services company, Brian spent five years at SoftBank Investment Advisers, where as managing partner and general counsel he was involved in all aspects of the firm's formation, expansion, operations, and management, particularly with regards to fund formation, fundraising, fund regulatory matters, and LP relations. At Softbank, Brian led a global team to design a structure for the Softbank Vision Fund, the world's largest technology-focused investment fund at over US\$130bn in invested capital, and managed the fundraising, investing, and compliance functions for the fund.

Prior to moving in-house, Brian was a partner at a global law firm in its Palo Alto office. Proficient in Japanese, Brian previously practiced in Tokyo for seven years and in London for four years.

### Representative Experience

- Represented General Catalyst in Local Kitchen's Series C Preferred Stock Financing and recapitalization
- Represented a venture capital firm in its investment in Exo Imaging, Inc.'s Series D financing
- Represented Samsung Ventures in its investment in NinjaTech AI, Inc.
- Represented Samsung Ventures as an investor in the \$64 million Series A funding round for Cartesia AI

- Represented a venture firm in its participation in Icon Technology, Inc's Series C financing
- Represented a computer parts manufacturer in its LP investment in Alchemist Accelerator Fund III
- Represented TCG Crossover (TCGX) as lead investor in \$105m Series B round into Pathalys Pharma, Inc
- Represented NASDAQ-listed Move, Inc., operator of realtor.com, in its US\$995 million sale to News Corporation\*
- Represented ProteinSimple in its US\$300 million sale to Techne Corporation\*
- Represented CardioKinetix in its US\$50 million financing and entry into a merger option agreement granting Edwards Lifesciences Corporation the right to acquire the company\*
- Represented Kik Interactive, Inc. in its acquisition of Endemic Mobile, developer of the Relay GIF messaging app\*
- Represented Paratek Pharmaceuticals in its acquisition of NASDAQ-listed Transcept Pharmaceuticals and its related US\$93 million financing\*
- Represented Jaspersoft in its US\$185 million sale to TIBCO Software, Inc\*
- Represented Griffin Holdings LLC in its acquisition of NASDAQ-listed Tufco Technologies, Inc\*
- Represented Jazz Pharmaceuticals in its acquisition of the rights to ADX-NO5 from Aerial BioPharma\*
- Represented Brocade Communications in the sale of its adapter and mezzanine card business to Qlogic Corporation\*
- Represented NextBio in its sale to Illumina, Inc\*
- Represented Simcere Pharmaceutical Holding in a broad-ranging strategic partnership with Merck & Co., Inc. for the sale and potential manufacturing of medicines in China, including the establishment of an equity joint venture and the co-marketing and co-promotion of various Merck- and Simcere-branded medicines\*
- Represented FUJIFILM Holdings Corporation in its US\$995 million acquisition of NASDAQ-listed SonoSite, Inc\*
- Represented the special committee of the board of directors of China Real Estate Information Corporation in its US\$278 million acquisition by its majority shareholder E-House (China) Holdings Limited\*
- Represented SINA Corporation in connection with its investments in Tudou Holdings Limited and E-House (China) Holdings Limited and various other general corporate matters\*
- Represented Shiseido Company, Limited in its US\$1.7 billion acquisition of NASDAQ-listed Bare Escentuals, Inc\*
- Represented Mizuho Corporate Bank, Ltd. in its acquisition of Banco WestLB do Brasil S.A. from WestLB AG; its US\$120 million investment in and strategic alliance with Evercore Partners Inc.; and its US\$1.2 billion investment in Merrill Lynch & Co., Inc\*
- Represented Goldman Sachs Principal Investments Area in investments in a PRC-based media company and a Korean pharmaceutical company\*
- Represented The Longreach Group in its US\$694 million acquisition of a 51 percent interest in EnTie Commercial Bank, Ltd\*

\*Matters handled prior to joining Foley.

## Community Engagement

- Advisory Board Member, Women in Business Law Initiative, University of California, Berkeley School of Law, 2018-2021
- Board of Managers, Stonestown Family YMCA

## Languages

- Japanese

## Sectors

- Artificial Intelligence
- Blockchain & Digital Assets
- Health Care & Life Sciences
- Innovative Technology
- Semiconductors

## Practice Areas

- Corporate
- Mergers & Acquisitions
- Private Equity
- Transactions
- Venture & Growth Capital

## Education

- New York University School of Law (J.D., 2002)
  - Robert McKay Scholar
- University of Chicago (B.A., honors, 1997)
- Waseda University (one-year study abroad program)

## Admissions

- California
- New York