



## Chris Groll

Partner

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**Clients rely on Chris Groll's more than 20 years of sophisticated deal experience and her pragmatic approach to guide them through mergers and acquisitions and general business issues.**

Chris represents both buyers and sellers in a variety of M&A transactions and acts as outside general counsel for several privately held companies. Her experience also includes venture capital financings, private debt and equity financings, and ESOP transactions.

Leveraging her business and industry acumen, Chris works with owners and executives to evaluate and make strategic decisions about forming new entities and establishing business relationships. She also counsels clients on day-to-day business and contract matters.

Chris advises individuals and companies in a variety of industries, such as aggregates, cement and construction, food and beverage, software, internet, consumer products, professional services, and manufacturing.

Chris currently leads the firm's Mergers and Acquisitions practice.

### EDUCATION

Stanford University, J.D., 1994

Dartmouth College, A.B., 1989

### BAR ADMISSIONS

Colorado

### PRACTICES

Corporate

Emerging Growth

Employee Stock Ownership Plans (ESOPs)

Mergers and Acquisitions

Venture Capital and Private Equity

### EXPERIENCE

#### Mergers & Acquisitions

- Strategic Acquisitions, Dispositions, and Asset Exchanges
- Joint Venture Arrangements
- Private Equity Transactions
- ESOP Transactions
- Reorganizations
- Exit Strategies

#### Emerging Growth and Venture Capital

- Formation
- Financing

#### Corporate Counseling and Transactions

- Business Succession Planning
- Commercial Contracts
- Corporate Governance
- Counseling to Management and Boards of Directors
- Nonprofit Organizations

### CLIENT RESULTS

#### Building Materials Industry Transactions

#### Holcim (US) Inc. and Related Entities

- Holcim (US) Inc. (HUS) and its affiliates in their dispositions of slag cement facilities in New Jersey and Illinois; cement terminals in

Michigan, New York, Minnesota, Ohio, Illinois and Massachusetts; and a cement plant in Montana. These dispositions were directly related to the global merger between HUS's parent company, Holcim Ltd, and Lafarge S.A.

- Aggregate Industries Management, Inc. in the sale of certain of its ready-mix and aggregates assets located in Indiana, Wisconsin, Nevada, New Hampshire and Massachusetts.

#### **Colas Inc. and Related Entities**

- Colas Inc. and its affiliates in an asset sale and asset exchange transaction involving assets located in Michigan, North Carolina, Wyoming, Nebraska and South Dakota.
- Strawser Construction Inc., a subsidiary of Colas Inc., in its sale of an asphalt manufacturing and storage plant located in Mt. Pleasant, Tennessee.
- Simon Contractors, a subsidiary of Colas Inc., in its acquisition of substantially all of Willits Company, Inc.'s aggregate assets and real property.
- Simon Contractors, a subsidiary of Colas Inc., in its sale of a liquid asphalt cement terminal, an emulsion plant, a polymer-modified asphalt cement plant, associated leases, and other property located in Laramie County, Wyoming.

#### **Food and Beverage Industry Transactions**

Odell family members in the sale of a controlling interest in Odell Brewing Company, Inc. to existing management and a newly formed employee stock ownership plan (ESOP).

Stacked Wines LLC, dba StackTek, in its general corporate matters.

#### **Manufacturing Industry Transactions**

Scott's Liquid Gold-Inc. in its acquisition of the Prell®, Denorex® and Zincon® brands from Ultimark Products, Inc.

Spyder Active Sports, Inc. in the sale of its stock to a subsidiary of Authentic Brands Group LLC.

#### **Real Estate Industry Transactions**

Taos Ski Valley, Inc., in its sale of the New Mexico ski area to Rio Hondo Holdings, LLC.

#### **Technology, Communications and Media Industry Transactions**

Sharp Shooter/Spectrum Venture, L.L.C. in the disposition of 100% of its membership interests to Magic Memories (USA) Ltd.

HydroBio Inc. in the placement of \$3,000,000 of its Series A Preferred Stock.

### **SPEAKING ENGAGEMENTS**

"Planning for a Liquidity Event in a Down Economy," *Holland & Hart Breakfast Briefing*, May 2011

"Critical Legal Considerations for Non-Compete Agreements in Business Transactions," *ACC Colorado Seminar, Co-presenter*, August 2011

"Leaky Pipeline Roundtable at Denver Law," *Law School Transparency Women in the Law mini-series, radio panel participant*, December 5, 2016

"Selling Your Business – Including the ESOP Alternative," *Webinar Co-presenter*, October 2016

"2014 Business Document Drafting Series: Drafting Business Acquisition and Other Related Documents," *Colorado Bar Association*, May, 2014

"Fiduciary Duties and Structuring Deal Protections Throughout the M&A Process," *Colorado Bar Association Business Law Section*, October, 2012

## RECOGNITION

- *Chambers USA: America's Leading Lawyers for Business*, Corporate/M&A, 2012-2016
- *The Best Lawyers in America*® Corporate Law 2016, 2017, Venture Capital Law, 2013-2017
- *The Legal 500*, Mergers & Acquisitions
- Colorado Super Lawyers®, Business/Corporate Law, Mergers & Acquisitions, 2010-2016
- *Martindale-Hubbell*® AV Preeminent®, Level 5 Rating
- Member of winning team and \$25,000 donation prize at Women in Law Hackathon, a team pitch competition designed to generate innovative ideas that tackle recruitment, advancement, and retention of experienced women in law firms, sponsored by Diversity Lab.

## PROFESSIONAL & CIVIC AFFILIATIONS

- Colorado Bar Association, Member
- American Bar Association, Member
- Meals on Wheels, Volunteer
- Capitol Hill Community Services Soup Kitchen, Volunteer
- Brothers Redevelopment Paint-A-Thon, Volunteer
- Association for Corporate Growth Denver, former member, Board of Directors
- Can Do Multiple Sclerosis, former member, Board of Directors