








# David G. Post Partner

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David Post concentrates his practice on general business and corporate law, with a particular emphasis on corporate and other formations, securities law, corporate mergers and acquisitions, governance, and corporate financing transactions. He also advises clients with respect to reporting with the Securities and Exchange Commission and the preparation and filing of registration statements, annual and quarterly reports, proxy statements, and related documents.

## Professional Activities

- Oregon State Bar, Member
  - Securities Regulation Section, Past Chair of the Executive Committee
  - Business Law Section, Executive Committee
- American Bar Association, Member

## Representative Experience

### Mergers & Acquisitions

- Acted as counsel to Cascade Corporation in all aspects of its \$760 million acquisition by Toyota Industries Corporation. The negotiated transaction was structured as a public tender offer followed by a merger of a subsidiary of Toyota Industries into Cascade in which all shares not acquired in the tender offer were acquired for the tender offer price. Prior to the transaction, Cascade was a public reporting company listed on the New York Stock Exchange.
- Represented Craft Brew Alliance, Inc., in the acquisition of privately held Kona Brewing Company in exchange for a combination of cash and restricted shares valued at \$14 million.
- Represented Bank of the Northwest in its acquisition by Pacific Northwest Bancorp in a transaction valued at \$125 million in exchange for a combination of cash and SEC-registered stock.
- Represented privately held Widmer Brothers Brewing Company in a merger with Redhook Ale Brewery, Incorporated, in which Widmer shareholders received SEC-registered stock valued at \$50 million.
- Assisted West Coast Bancorp in acquiring a community bank valued at \$25 million in exchange for a combination of cash and SEC-registered stock.

## Education

J.D., Harvard Law School, 1996

B.A., Cornell University, *magna cum laude*

## Bar Admissions

Oregon, 1996

- Assisted Pacific Financial Corporation in its acquisition of BNW Bancorp, Inc., in exchange for SEC-registered common stock valued at \$21 million.
- Assisted publicly held Sonus Corp. in its acquisition by the U.S. subsidiary of an Italian public company for \$40 million in cash.

### Securities

- Assisted a publicly traded bank holding company raise funds in a series of private placement transactions. Our work included preparing the necessary corporate and securities filings.
- Assisted Barrett Business Services, Inc., in a \$33 million follow-on underwritten offering of common stock.
- Regularly update our publicly traded clients on recent changes to SEC regulations, and help prepare proxy statements and periodic reports to comply with the changes.

### Publications

- “SEC Takes Aim at Shell Games...Again,” Miller Nash (June 2004)

### Recognition & Honors

- Selected for inclusion as an Oregon Super Lawyer, 2019-present
- Selected for inclusion in *The Best Lawyers in America*® (Portland, OR)
  - Corporate Law, 2018-present
  - Securities/Capital Markets Law, 2018-present; “Lawyer of the Year,” 2021
  - Mergers and Acquisitions Law, 2017-present
  - Securities Regulation, 2013-present; “Lawyer of the Year,” 2017
- Recognized as a “Leader in Their Field” by *Chambers USA* for Corporate/M&A—Oregon, 2022-present
- Rated AV® Preeminent™ by Martindale-Hubbell®

### Personal Activities

David is the father of three boys and enjoys spending time with them and his wife. He is also a big sports fan who enjoys participating in, coaching, and following most sports, particularly baseball and basketball.