



PRACTICES

- Business / Corporate
- Mergers & Acquisitions
- Securities & Corporate Finance

INDUSTRIES

- Financial Institutions
- Action Sports
- Biotech & Life Sciences
- Charter Schools
- Climate Change, Renewable Energy & Sustainable Technology
- Food & Beverage

BAR ADMISSIONS

- California

EDUCATION

- MBA (Business Administration), University of San Diego
- JD, University of San Diego
summa cum laude
- BA (Business Economics), Wheaton College
summa cum laude

> WWW.LUCE.COM

> LOCATION / CONTACT INFO

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Chad Ensz utilizes his J.D. and M.B.A. degrees to help clients buy, sell, finance and operate their businesses through negotiations, documentation and advice for legal compliance. Mr. Ensz's practice focuses on general corporate transactional matters and regulatory compliance, including the representation of financial institutions and public and private companies in capital market transactions, mergers and acquisitions, licensing, joint venture and commercial transactions, and ongoing public company representation.

Mr. Ensz also has significant experience with general business matters, including establishment of corporations, partnerships and limited liability companies, corporate governance and general contractual drafting and negotiation. Representative transactions include representation of: (i) financial institutions and private and public companies in public and private securities offerings, debt and equity; (ii) buyers and sellers in transactions ranging from small, privately negotiated transfers of shares or assets to public company combinations; (iii) public and private companies in licensing, joint venture and commercial transactions; and (iv) regulatory matters for financial institutions.

> RECENT WORK / REPRESENTATIVE MATTERS

Represented a pharmaceutical company listed on NASDAQ in connection with several PIPE financings and in all necessary filings with the Securities and Exchange Commission.

Represented a publicly traded bank holding company in acquisition of a bank, and in all necessary filings with the Securities and Exchange Commission.

Represented a bank holding company in its initial public offering.

Represented community bank in formation of a bank holding company.

> RECENT WORK / REPRESENTATIVE MATTERS *CONTINUED*

Represented designer and manufacturer of replacement parts and components for the semiconductor industry in an acquisition by a wholly owned subsidiary of one of the world's leading suppliers of refractory metals and composite material products.

Represented private company developing lead compounds in new medicines for acne, wound healing, prostate cancer and for other androgen or androgen receptor-related disorders in multiple private securities offerings.

Represented numerous financial institutions in securities offerings, including a TARP transaction.

Represented a privately held company in its acquisition by merger of an existing bank holding company and the simultaneous private capital offering to fund the acquisition and recapitalize the bank.

Represented developer of innovative technologies to stabilize biological materials at room temperature, in multiple private offerings and in general contract preparation.

Represented a manufacturer and distributor of audio recording, vibration monitoring and process control equipment and products and its security holders in the sale to a public, diversified, industrial company that produces engineered products for global niche markets.

Represented an information technology solutions provider listed on the American Stock Exchange in acquisition of an information systems and consulting services provider to the United States Department of Defense.

Represented a provider of information connectivity solutions that capture, analyze and present real-time information to its customers in the Department of Defense, Department of Homeland Security, other government agencies and large industrial companies, in its merger to become a wholly-owned subsidiary of a provider of engineering, IT services, and warfighter solutions primarily in the United States and traded on NASDAQ.

Represented a private company providing video hardware to document "bad driving" events and to aid in crash reconstruction in multiple sales of preferred stock to investors.

Represented a janitorial, security and related services company in an acquisition by a large strategic partner.

Represented a large beef processing company in an acquisition by a large, publicly held beef packing company.

Represented a business of manufacturing, marketing, distributing and selling food products and the owner of the business in the sale of assets to a strategic buyer.

Represented a distributor of both veterinary and physician healthcare products in acquisition by a leading supplier of top quality animal health products and services.

Represented a private company specializing in mortgage lead generation services, on its Internet acquisition by a publicly held e-commerce company.

> **RECENT WORK / REPRESENTATIVE MATTERS** *CONTINUED*

Represented a leader in the education finance industry in an acquisition of a business operating an Internet website functioning as a loan finder comparison tool.

Represented a leader in the education finance industry in an acquisition of a business operating an Internet website promoting, marketing, locating, brokering, finding, comparing, searching for and providing scholarships or awards for higher education expenses.

Represented numerous companies in their formation.

Advised financial institutions regarding regulatory compliance.

Advised companies regarding compliance with consumer finance lending laws and other consumer protection laws, including Regulation Z.

Advised companies regarding compliance with pawnbroker and payday lending laws.

Advised companies regarding proper licensing for lending and credit services.

Advised Mexican companies in connection with U.S. and California securities laws.

Advised companies, including AMEX and NASDAQ listed companies, regarding Securities Exchange Act of 1934 reporting and compliance.

Advised companies in connection with regulatory compliance, applications and enforcement actions.

Advised private and public companies regarding equity compensation arrangements.

Advised private and public companies in connection with general corporate matters and corporate governance.

> **RECOGNITION**

Martindale-Hubbell® AV Rating.

> **MEMBERSHIPS**

San Diego County Bar Association.

San Diego Venture Group.

University of San Diego School of Law - Alumni Relations Committee.

> **PUBLICATIONS**

Co-Author: "Top 5 Mistakes in Software/IT Contracts" - *Western Independent Bankers*
September/October 2009.

"U.S. Department of the Treasury TARP Capital Purchase Program" - *Luce Forward Legal e-Update*
October 17, 2008.

"SEC Modernizes the Registration, Communications and Offering Processes Under the Securities Act"
Luce Forward Legal e-Update - July 19, 2005.

> **PRESENTATIONS**

Panelist: "Caught in a Bad Finance: Advanced Loan Workout Strategies and Practices"
Los Angeles (April 20, 2010) - San Francisco (April 21, 2010).