



Claire Brown

ASSOCIATE

claire.brown@tonkon.com

503.802.5731 direct

503.972.7431 fax

LEGAL SERVICES

Business & Corporate

Entrepreneurial Services

Corporate Finance & Transactions

Mergers & Acquisitions

Cannabis Industry

EDUCATION

J.D., Vanderbilt University Law School

M.B.A., Owen Graduate School of Management, Vanderbilt University

B.A., Boston College

BAR & COURT ADMISSIONS

Oregon State Bar

U.S. District Court for the District of Oregon

PROFESSIONAL MEMBERSHIPS

American Bar Association

Multnomah Bar Association

Oregon Women Lawyers

COMMUNITY INVOLVEMENT & ACTIVITIES

Marathon Scholars

Board of Directors – Secretary

An associate in the firm's Business Department, Claire has experience addressing a broad range of legal issues facing businesses, including in the fields of securities law, corporate finance, corporate governance, contract negotiation, and general business. She works with both new and established companies, and enjoys participating in Portland's vibrant startup ecosystem. Claire is a frequent speaker on fundraising options available to early-stage companies.

Claire is also a member of the firm's Mergers & Acquisitions Practice Group, where she facilitates a variety of transactions for both buyers and sellers across industries, with a particular interest in consumer products companies.

Claire holds joint graduate degrees from Vanderbilt University Law School and the Owen Graduate School of Management at Vanderbilt University.

A Portland native, Claire enjoys cooking, hiking, and spending time with her family.

Representative Work

Sale of Pendleton Whisky Brands for Hood River Distillers — Represented client Hood River Distillers, Inc. (HRD) in the \$205 million sale of HRD's Pendleton Whisky brands to Proximo Spirits, whose international portfolio of spirits includes Jose Cuervo tequila.

Sale of Key Technology — After representing Key Technology, Inc. for years in matters related to public company compliance and corporate governance, assisted with consummation of an all-cash tender offer for Key by Duravant LLC valued at approximately \$175 million.

Newberg Christian Church Combinations — Assisted Newberg Christian Church, a thriving congregation able to offer other churches the opportunity to consolidate office functions and scale accordingly, in its combinations with two other churches in the greater Portland area.

Sale of Multiple Dealerships — Worked with Tonkon Torp team on the simultaneous sale of multiple automobile dealerships by client, one of the largest and most complex sales of a dealership business in Oregon's history.

Sale of Specialty Pharmacy Company —
Represented seller in the restructure and sale of a
51% interest in a specialty pharmacy company.

Acquisition of Nonprofit Religious Corporation
— Represented nonprofit religious corporation in

acquisition of assets of second nonprofit religious
corporation, including church property and charter
school lease, and refinancing of existing debt.

Presentations & Publications

“Crowdfunding Update and Capital-Raising
Strategies for 2017,” June 2017

“Shaking the Fundraising Tree,” May 2016

“Legal Realities for Cannabis Entrepreneurs,”
December 2015

“Fundraising Strategies for Startups,” October 2015

“New Rules Permitting Crowdfunding in Oregon,”
Oregon State Bar Business Law Section, June 2015

“Oregon’s New Crowdfunding Rule,” Oregon State
Bar Securities Regulation Section, February 2015

“Oregon Crowdfunding Rules,” TiE (The Indus
Entrepreneurs), February 2015

“Intrastate Crowdfunding,” Oregon State Bar
Securities Regulation Section, September 2014

“Securities Law Exemptions for Oregon Solar
Energy Cooperatives,” Obsidian Renewables and
Sustainable Northwest, August 2014

