



Samuel A. Yoffie

Early-Stage Companies Practice Group Leader

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Sam Yoffie is a trusted advisor to early-stage companies, known for his practical guidance in startup formation, financing and corporate transactions across a range of industries.

Sam serves as Practice Group Leader for the Early-Stage Companies practice group at Lewis Rice. He concentrates his practice in startup company formation and finance, securities, and general corporate and transactional law. With 20 years of experience, Sam represents clients of all sizes across a variety of industries in mergers and acquisitions, equity and debt financing transactions, and contract negotiation and drafting.

Sam is licensed to practice in Missouri and is a member of the American Bar Association and the Bar Association of Metropolitan St. Louis. Outside of work, he is actively involved in various parent organizations at St. Louis University High School.

Education

- Saint Louis University School of Law (J.D., *magna cum laude*, 2005)
 - *Saint Louis University Law Journal*, editor-in-chief
 - Order of the Woolsack
 - Academic Excellence Award
- University of Missouri at Columbia (B.J., *summa cum laude*, 2000)

Legal Background

- Summer associate, Lewis Rice LLC (2004)
- Law clerk, Hon. Rodney W. Sippel, U.S. District Court, Eastern District of Missouri (January-May 2004)
- Law clerk, Legal Services of Eastern Missouri (May-August 2003)

Corporate Background

- Associate sports editor, *Suburban Journals* (October 2000-July 2002)
- Editor-in-chief, *Vox Magazine* (May-September 2000)

Services

- Corporate Strategies
- Early-Stage Companies
- Mergers & Acquisitions
- Securities, Capital Markets & Investments

Admissions

- Missouri Bar

Professional Affiliations

- American Bar Association
 - Bar Association of Metropolitan St. Louis
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Startup Company Finance

As business owners know, raising capital is essential to the survival and long-term success of startup and early-stage companies. Depending on the industry, stage of development, and the growth and exit goals of its principals, early-stage companies have numerous financing instruments from which to choose. From straightforward friends & family and seed financings, to multi-round convertible note financings and SAFEs, to more advanced series financing rounds with institutional investors, Sam has assisted both early-stage companies and investors in all manners of financing transactions.

Representative Transactions

- Represented public-private partnership in more than 40 equity and convertible debt investments in startup companies based in Missouri (2012-present)
- Regularly assisted startup companies in obtaining seed equity financing through St. Louis-based business incubator program (2015-present)
- Represented large national health insurer in Series B financing round investment (April 2024)
- Represented minority investor in Series D financing round investment in pet products company (March 2024)
- Represented investor in startup company SAFE offering (March 2024)
- Represented large national health insurer in Convertible Note financing investment (January 2024)
- Represented large national health insurer in Series C financing round investment (November 2023)
- Represented investor in small Convertible Note financing round (October 2023)
- Represented large national health insurer in Series A financing round investment (September 2023)
- Represented large national health insurer in Series B financing round investment (August 2023)
- Represented large national health insurer in Convertible Note financing investment (June 2023)
- Represented large national health insurer in Series B financing round investment (May 2023)
- Represented local real estate technology company in Series B-1 financing round (March 2023)
- Represented St. Louis-area startup company in Series C financing round (March 2023)

- Represented large national health insurer in Series Seed financing round investment (March 2023)
- Represented startup technology company with respect to participation in incubator program (December 2022)
- Represented large national health insurer in \$50 million warrant investment (November 2022)
- Represented newly established investment fund of large St. Louis-based company in Series Seed financing round (August 2022)
- Represented large national health insurer in limited partnership joint venture investment (July 2022)
- Represented public company as lead investor in Series B financing round of technology company (June 2022)
- Represented large national health insurer in secondary acquisition of preferred stock of technology startup (May 2022)
- Represented large national health insurer in preferred stock investment in technology startup (February 2022)
- Represented large national health insurer in convertible note investment (January 2022)
- Represented international company in SAFE investment in startup social justice company (January 2022)
- Represented men's grooming company in Series A-1 financing round (December 2021)
- Represented St. Louis-based agricultural technology company in Series A-1 financing round (November 2021)
- Represented large national health insurer in debt and equity investment in technology company (September 2021)
- Represented local real estate technology company in Series B financing round (September 2021)
- Represented large national health insurer in debt and equity investment in Swedish health care technology company (July 2021)
- Represented large national health insurer in acquisition of warrants to purchase preferred stock of a primary vendor (June 2021)
- Represented public relations startup company with initial friends and family round financing (April 2021)
- Represented large national health insurer in Series B investment (April 2021)
- Represented local software company in secondary acquisition of Series B Preferred Stock (February 2021)
- Represented regional craft brewer in joint venture and financing transaction (September 2020)
- Represented large national healthcare company in equity investment in healthcare software company (July 2020)
- Represented men's grooming products company in conversion to Delaware corporation and subsequent Series A financing round (June 2020)
- Represented large national healthcare company in Series B-3 stock investment in digital technology healthcare company (May 2020)
- Represented large national healthcare company in investment in an early stage

healthcare investment fund (April 2020)

- Represented large national healthcare company in Series B stock investment in Medicaid LTSS company (March 2020)
- Represented Missouri-based consumer services technology company in conversion to Delaware corporation and subsequent participation in tech incubator program (November 2019)
- Represented large national healthcare company in Series B-2 round investment in healthcare technology company (August 2019)
- Represented large national healthcare company in preferred stock investment in startup health services company (July 2019)
- Represented regional grooming products company with Series Preferred Stock financing and subsequent conversion to Delaware corporation and Series A Preferred Stock financing (September 2018 – February 2019)
- Represented small technology startup with friends and family financing round (December 2018)
- Represented St. Louis-based technology company in Series A Financing round and related conversion to Delaware corporation (November 2018)
- Represented investor in convertible note financing for a California-based retail purchasing app startup (July 2018).
- Represented St. Louis-based tech company in Series B Preferred Stock financing (July 2018)
- Represented Los Angeles-based investor in Series A round investment in California-based beverage services technology company (June 2018)
- Represented large national healthcare company in note and warrant offering of startup health services company (April 2018)
- Represented seed-stage food and beverage company in convertible note financing of approximately (March 2018)
- Represented St. Louis-based web app company with multiple rounds of convertible note offerings (2015-2018)
- Represented startup web app in Series A financing as part of a venture capital accelerator program (November 2017)
- Represented large national healthcare company in investment in common stock of startup health services company (August 2017)