ECKERT SEAMANS

Ernest D. Holtzheimer

MEMBER
CHAIR, CORPORATE, MERGERS & ACQUISITIONS, SECURITIES

Clients count on Ernie for his practical business judgment and pragmatic approach to structuring, negotiating, and closing deals. He is an experienced transactional attorney, having assisted numerous U.S. and international clients in transformative mergers and acquisitions and complex commercial transactions valued in excess of $2.5 billion across multiple industries, including manufacturing, distribution, healthcare, food and beverage, e-commerce and retail, education, software, and industrial and business services.

As a former business owner, Ernie brings his real-world experience to the table when counseling clients, always focused on learning the details of clients' business operations to help develop long-term strategies for growth and reducing risk while resolving day-to-day issues in a timely and cost-effective manner.

As a trusted advisor, Ernie effectively serves as outside general counsel to a number of emerging and middle market companies, advising such clients on their entity formations, capital raises (convertible debt, SAFEs, and priced financings), restructurings, supply and services agreements, material vendor contracts, loan documentation, and merger and acquisition activities. He also often assists clients with ownership disputes and succession planning transactions.

Outside of his practice, Ernie serves as the Managing Director of an institutional venture fund and as an adjunct professor, teaching classes such as Contract Drafting, Technology Commercialization, and Entrepreneurship & Innovation.

REPRESENTATIVE MATTERS

- Represented a healthcare revenue cycle management and medical billing company in its $18 million sale to a strategic acquirer.
- Represented the owner of multiple Virginia based physical therapy clinics in the sale of such clinics to a private equity backed strategic acquirer.
- Represented an insurance industry consultancy firm in its asset sale to a private equity backed strategic acquirer.
- Represented a United Kingdom based global business consultancy firm in its strategic acquisition of a Pennsylvania based community and economic development consulting firm.

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PRACTICE AREAS:

Business Counseling

Mergers & Acquisitions

Securities

Financial Transactions

Infrastructure and Transportation

STATE ADMISSIONS:

Pennsylvania

New Jersey

COURT ADMISSIONS:

U.S. District Court for the Eastern District of Pennsylvania

EDUCATION:

J.D., Drexel University Thomas R. Kline School of Law, cum laude

M.B.A., finance specialization, Rowan University, William G. Rohrer College of Business

B.S., Entrepreneurship and B.S. Business Management, Rowan University William G. Rohrer College of Business, cum laude

University of California, Berkeley School of Law and National Venture Capital Association VC University Certificate Program

- Represented an advisor, transaction facilitator, and trader of environmental commodity market products and related services in its growth equity financing.
- Represented an advisor, transaction facilitator, and trader of environmental commodity market products and related services, and its affiliated investment fund in its investment in a Washington based sustainability platform start-up company.
- Represented the owner of multiple New Jersey based physical therapy clinics in the sale of such clinics to a private equity backed strategic acquirer.
- Represented a private equity backed buyer in its $55 million acquisition of a steel and specialty metal component manufacturer focused military, aerospace, oil, gas, nuclear and industrial markets from a public company seller.
- Represented a private equity sponsor in the sale of its portfolio of sixteen entities in the aerospace and defense manufacturing industry to a public company buyer.
- Represented an international developer and manufacturer of cutting-edge vascular access devices in its $10 million sale of assets related to its FDA approved ECG PICC placement system.
- Represented one of North America's largest redistributors of specialty wire, cable and ancillary electrical products in its $280 million sale to a family office buyer.
- Represented a laboratory diagnostics software provider in connection with its $32 million sale via reverse triangular merger.
- Represented a private equity fund in connection with its $150 million acquisition of a manufacturer of specialty tubing and sheet metal fabrication.
- Represented a private equity fund in connection with its $35 million acquisition of a manufacturer of OEM and custom washers, spacers and shims.
- Represented a private equity fund in connection with its $5 million acquisition of a manufacturer of specialized metal fabrications produced through a variety of processes including stamping, forming, laser cutting, machining, spot welding and laser welding.
- Represented numerous angel, venture capital, and private equity investors in connection with their investments in portfolio companies.
- Represented numerous closely held and private equity backed companies with various commercial agreements.
- Represented numerous startups in connection with choice of entity, formation, financing, risk management, regulatory compliance, employee benefits, counseling and relations, and transactional matters.

PROFESSIONAL AFFILIATIONS

- American Bar Association
    - Appointed member of the House of Delegates
    - Business Law Section

    - Lawyers with Disabilities Involvement Subcommittee, Vice Chair
    - Private Equity and Venture Capital Committee, Co-Chair of Marketing and Membership
    - Business Law Fellow (2016-2019)
    - Business Bar Leaders Conference Planning Committee (2017-2018)
- Philadelphia Bar Association
    - Board of Governors
    - Business Law Section, Executive Committee (Chair, 2021; Vice Chair, 2020; Secretary/Treasurer, 2019)
    - Board of Trustees of the Campaign for Qualified Judges (Treasurer, 2020 – present)
    - Young Lawyers Division, Executive Committee (Vice Chair, 2020; Treasurer, 2019)
- Fellow, American Bar Foundation

COMMUNITY INVOLVEMENT

- Special Olympics Pennsylvania, Executive Advisory Board
- Rowan Innovation Venture Fund (Managing Director 2020 – present)
- Rowan University Entrepreneurship Advisory Council
- The Chamber of Commerce for Greater Philadelphia, Young Professionals Council
- Philadelphia Diversity Law Group Alumni Association, Co-President
- Drexel University Kline School of Law Alumni Council, Vice President
- South Jersey Technology Park at Rowan University, Board of Directors
- Young Friends of the Philadelphia Orchestra
- Philadelphia Area Diversity Job Fair, Board of Directors

AWARDS AND RECOGNITION

- Received a Best Lawyers: Ones To Watch recognition for Corporate Law (2026)
- Selected for inclusion in *The Legal 500* Philadelphia City Elite rankings, for Corporate and M&A, 2025 & 2026
- Pennsylvania Super Lawyers – *Rising Star*, 2018 – 2026
- Drexel University's 40 Under 40 Class of 2023
- Philadelphia Bar Association's "Bar Star", 2020
- The Legal Intelligencer's Lawyers on the Fast Track, 2020
- Rowan University's "30 under-40 Alumni", 2019
- South Jersey Biz's Twenty Under 40 List, 2019
- Top 40 Young Lawyers List by the American Bar Association, 2018

NEWS AND INSIGHTS

PUBLICATIONS

- "Illness to Wellness: Improving Mental Health with Physical Fitness," Philadelphia Bar Reporter, November 2019
- "No-Poach Agreements Versus Antitrust Law," Philadelphia Bar Reporter, April 2019
- "Comparison of Euro. Competition, U.S. Antitrust Laws," Philadelphia Bar Reporter, February 2019
- "New Incentive to Invest in Distressed Communities," Philadelphia Bar Reporter, January 2019
- "Pioneer of Corporate Governance Shares Experience," Philadelphia Bar Reporter, August 2018
- "Go East, Angel Investors: Tax Incentive In Delaware Tech," Law360, June 2018
- "SEC Enforcement Measures to Change for 2018," Philadelphia Bar Reporter, April 2018
- "The Eagles are back in the big game – don't get sued over it," Philadelphia Business Journal, January 2018
- "JOBS Act changes could coax more 'unicorns' to IPO in 2018," Venture Beat, January 2018
- "Spotlight on Diversity, Advisory Role of General Counsel," Philadelphia Bar Reporter, November 2017
- "SEC Advisory Committee on Small and Emerging Companies Completes Final Report and Recommendations," ABA Business Law Today, October 2017
- "Advancing Your Career with Grit, a Growth Mindset and Relationships," The Legal Intelligencer, June 2017
- "A Modern Analysis for Modern Day Unpaid Internships," ABA Tort Trial & Insurance Practice Section, Business Litigation Committee Newsletter, 2016
- "Accommodations in the Air: Travelers with Disabilities and the Air Carrier Access Act"; Embracing Diversity: ABA Tort Trial and & Insurance Practice Section, 2015
- "Case Note: In re Deepwater Horizon," ABA Tort Trial & Insurance Practice Section, Business Litigation Committee Newsletter, 2015
- "Technological Advancements Assisting Attorneys with Disabilities," The Business of Diversity Inclusion: ABA Business Law Section, 2015
- "Barriers to Disability Employment Create the Path to Entrepreneurship," Embracing Diversity: ABA Tort Trial and & Insurance Practice Section, 2014
- "Disability in the Legal Field: Talent Created Through Adversity," Embracing Diversity: ABA Tort Trial and & Insurance Practice Section, 2014

MEDIA COVERAGE

- "Eckert Seamans Adds Member To Corporate Practice In Philly," Law360 Pulse, November 17, 2021.

SPEAKING ENGAGEMENTS

- "Business Lawyer Master Class Series: Mergers & Acquisitions 2026," presenter for the Pennsylvania Bar Institute, August 2026.
- "Funding for proof of concept, startup accelerators, and university-based venture capital fund programs," presenter, Research Institution Tech + Startup Gap Fund & Accelerator Program Summit, October 2023.
- "Keiretsu Forum Entrepreneur Workshop: The Term Sheet," presenter, Keiretsu Forum, April 2021
- "Student Venture Funds: The Good, The Bad, and The Ugly," presenter, Venture Finance SIG of the United States Association for Small Business and Entrepreneurship, March 2021
- "ProjectNest Pitch Competition," presented to the Rowan University School of Osteopathic Medicine, January 2021
- "Giants of the Business Bar and Spotlight on In-House Counsel," moderator, Philadelphia Bar Association, November 2020
- "Rowan Center for Innovation and Entrepreneurship Summer Accelerator Program: StartupRU," presenter, June 2020
- "Lunchtime Lessons: COVID-19 and Small Business Recovery," presenter, April 2020
- "On-Campus Interview Skills," panelist, July 16, 2019
- "Basho Technologies Holdco B, LLC, et al v. Georgetown Basho Investors, LLC et al.," presenter, American Bar Association's 2018 Business Law Section Meeting, September 2018, Austin, Texas
- "ABA Resources: Service Offerings for State & Local Bar Associations," moderator, 2018 ABA Business Bar Leaders Conference, May 18, 2018, Chicago, Illinois
- "Dispelling Myths and Shedding Light on the Challenges and Value of Attorneys with Disabilities," course planner, 2018 American Bar Association Business Law Section Spring Meeting, April 13, Orlando, Florida
- "Philadelphia Diversity Law Group Boot Camp," presenter, The Kline School of Law – First Annual Pre-Law Diversity Day, March 2018
- "Born & Raised in Philadelphia: Raising Startup Capital Outside of Silicon Valley," moderator, Young Involved Philadelphia's State of Young Philly 2017, October 2017, Philadelphia, Pennsylvania
- "Lawyers with Disabilities Subcommittee Meeting," moderator, American Bar Association's 2017 Business Law Section Annual Meeting, September 2017, Chicago, Illinois
- "Hot Topics in Intellectual Property Law," panelist, Philadelphia Bar Association, August 2017, Philadelphia, Pennsylvania
- "ABA Resources Available to Other Bar Organizations," American Bar Association's 2017 Business Bar Leader Conference, May 18-19, 2017, Chicago, Illinois
- "The Business Advantage of Diversity: A Luncheon and Panel Discussion," moderator, Philly Tech Week 2017, May 2017, Philadelphia, Pennsylvania
- "Private Equity and Venture Capital Jurisprudence, The TransPerfect Global Decision," presenter, American Bar Association's 2017 Business Law Section Spring Meeting, April

6-8, 2017, New Orleans, Louisiana

- "Mocktails: The Art of Networking," panelist, Rowan University William G. Rohrer College of Business Alumni Advisory Council, February 2017, Glassboro, New Jersey
- "From Founding to Funding: Entrepreneurs Finding Their Success in Philadelphia," moderator, Young Involved Philadelphia's State of Young Philly 2016, November 2016, Philadelphia, Pennsylvania
- "Chinese Venture Capital Update," presenter, ABA Business Law Section, International Private Equity & Venture Capital Subcommittee, September 2015, Chicago, Illinois
- "Developments and Trends in Venture Capital within the United States and European Union," presenter, 6 International Forum for Law Students, May 2015, Beijing, China