



Benjamin Kern

Partner

Chicago
+1 312-558-3747

Benjamin represents strategic buyers and investors, with an emphasis on technology-focused transactions, transactions with growth-stage food companies, and healthcare, life science, medical device, and pharmaceutical companies. He also represents growth-stage companies in a full cycle of activities from capital raising to exit.

Benjamin concentrates his practice on investment, commercial, and exit transactions for high-growth companies. He advises growth-stage technology companies on intellectual property matters and personnel matters, as well as commercial and strategic relationships.

Additionally, Benjamin represents a variety of companies with technology licensing services, procurement, joint venture and outsourcing transactions, as well as commercialization of University and institutionally-developed intellectual property. He is a member of the firm's Videogame, Gaming and Esports Group dedicated to providing comprehensive legal solutions to companies in these industries.

Benjamin's practice has spanned various industries including software as a service (SaaS); food and packaged goods; financial technology (FinTech); life sciences, medical devices, pharmaceuticals, and healthcare; wireless; energy and alternative energy; technology services; enterprise and stand-alone software; big data and AI; social networks, applications, and gaming; as well as device and component design, manufacturing, resale, and OEM transactions.

Key Matters

Representative Transactions

- Represent buyers in domestic and international technology and business acquisitions, including asset purchase, equity purchase, merger, licensing, and joint venture transactions
- Represent professional investors in connection with several hundred investment transactions, including seed-stage funding, convertible and bridge note transactions and preferred stock transactions
- Represent technology companies in raising capital from investors including angels, venture capitalists and strategic investors
- Represent the sellers in company sale, public offering, company spin-out, and other entity restructuring and change of control transactions, with deal valuations ranging from less than US\$10M to more than US\$1B
- Represent operating companies in complex global technology and infrastructure outsourcing transactions, including transactions with expected expenditures in excess of US\$400M
- Represent corporate innovators in new product development, licensing, marketing, distribution, and sales transactions
- Represent collaborative enterprises in structuring joint development, joint ventures, and technology transfer and sharing arrangements
- Represent telecommunications providers in hardware and software procurement transactions, including transactions with expected expenditures in excess of US\$100M
- Represent colleges and universities in their technology commercialization activities, including licensing and research transactions, as well as spin-out and equity participation structures
- Represent online companies in connection with data privacy, security, proprietary rights, and cross-border issues.

Recent Experience

Terold Acquisition of Majority Stake in WX Brands

Morningstar's Sale of its Stake in YCharts

Recognitions

Named to "Illinois Rising Stars," Business/Corporate, Information Technology/Outsourcing, *Super Lawyers*, Thomson Reuters, 2008-2010.

Activities

- Board of Directors, Illinois Technology Association
 - Member, Illinois State Bar Association
-

Credentials

EDUCATION

Benjamin graduated in 1997 from Cornell University Law School, earned his MBA in 1996 from Cornell University, and obtained his BA in 1992 from Indiana University.

ADMISSIONS

- Illinois

Related Insights & News

Recent Publications

- Author, “Acqui-Hire Early Exits: VCs Versus Founders,” *The Entrepreneurial Bible to Venture Capital: Inside Secrets from the Leaders in the Startup Game*, Andrew Romans, McGraw Hill Education, 176-184, 2013
- Author, “Guest Column: Legal Considerations in Technology Product Launches,” *The New Technology Elite: How Great Companies Optimize both Technology Consumption and Production*, Vinnie Mirchandani, John Wiley and Sons, Inc., 233-239, 2012
- Author, *Whacking, Joyriding and War-driving: Roaming Use of Wi-Fi and the Law*, 21 Santa Clara Computer & High Tech. L. J. 101-163, 2004 (cited in *U.S. v. Ahrndt*, 2010 WL 373994 (D. Or. Jan. 28, 2010); *U.S. v. Stanley*, (3rd Cir. June 11, 2014))

Speaking Engagements

- Speaker, “What We Talk About Before We Talk About Term Sheets: Building your Company and Your Cap Table,” Georgetown University School of Medicine, Arthur House Course on Intellectual Property, Webinar, November 17, 2020
- Speaker, “Drafting Equity Terms for University-Based Start Ups,” *Technology Transfer Central* webinar, October 2017
- Panelist, “Mobile Health Apps: You Are Probably Violating the Law,” American Bar Association Business Law Section Annual Meeting, September 2015
- Speaker, “Negotiating Your University’s Equity Stake in Start-Ups,” *Technology Transfer Tactics* webinar, May 2014
- Speaker, “Anatomy of a Cramdown,” First Fridays with HPA Webinar Series, April 2014
- Speaker, “The Uniqueness of Software Licensing Agreements” and “Software Licensing and Navigating the SaaS Contract,” 2010 Caucus IT Procurement Summit, September 2010
- Speaker, “Sometimes Common Stock Just Ain’t Enough: Structuring Early Stage Investments,” Financing New Ventures, Illinois Institute of Technology, April 2010
- Panelist, CloudCamp Executive Roundtable, March 5, 2010
- Speaker, 7th Annual Healthcare and Life Sciences Private Equity & Finance Conference: Healthcare and Life Sciences Investing: The Road to Recovery, February 11, 2010
- Speaker, “Methought I was Enamored of SaaS: Strategies for Achieving SaaS Success,” Illinois Technology Association SaaS Roundtable, December 17, 2009
- Guest Lecturer, “From Idea to IPO: A Legal Primer for Entrepreneurs,” University of Illinois at Chicago Institute for Entrepreneurial Studies, November 19, 2009
- Speaker, “Wi-Fi Crimes and Misdemeanors: The Open Network Dilemma,” “Computer Crimes in the Wireless Age,” National Attorneys General Training & Research Institute/ National Center for Justice and the Rule of Law, University of Mississippi School of Law, October 23, 2008

- Speaker, “Jump-Starting Your New Venture: Key Legal Issues for Entrepreneurs,” SIUC Office of Research Development & Administration, SIUC Small Business Incubator and Southern Illinois Research Park, September 25, 2008
 - Speaker, “WiFi Liability: Legal Risks in Accessing and Operating Wireless Internet,” American Bar Association, Section of Science and Technology Law and the ABA Center for Continuing Legal Education, Teleconference and Live Audio Webcast, September 25, 2007
 - Speaker, “Effective and Fair Contract Negotiation,” Association of Corporate Counsel MCLE Program, June 20, 2007
-

RECOGNITIONS

Winston Ranked in *Leaders League 2024* for Brazil – International Firms, Capital Markets

NOVEMBER 3, 2023

NEWS

2022 Pro Bono Impact Report

MAY 1, 2023

RECOGNITIONS

Winston Wins 2022 Alice Paul Award for Dedication to Women’s Rights Through Pro Bono Support

NOVEMBER 21, 2022

RECOGNITIONS

Winston Ranked in *Leaders League 2023* for Brazil – International Firms, Capital Markets

NOVEMBER 4, 2022

PRESS RELEASE

Winston & Strawn Launches New Global Privacy & Data Security Practice

AUGUST 24, 2020

SPEAKING ENGAGEMENT

Benjamin Kern Speaks at Technology Transfer Central Webinar

OCTOBER 26, 2017

SPEAKING ENGAGEMENT

Benjamin Kern Presents Webinar on Anti-Dilution Clauses in University Spinout Equity Deals

JANUARY 28, 2015

SEMINAR/CLE

Winston Hosts MMOT Intellectual Property Training Program

JULY 14, 2014

PRESS RELEASE

Benjamin Kern Joins Winston & Strawn Chicago

MARCH 13, 2014

Capabilities

Mergers & Acquisitions

Private Equity

IP Licensing & Due Diligence

Private Investment Funds

Privacy & Data Security

Transactions

Finance

Medical Devices

Technology, Media & Telecommunications

Cryptocurrencies, Digital Assets & Blockchain Technology

Power & Transmission