

# Daily Journal

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## TOP 40 UNDER 40

### California's leading lawyers of 2017

#### Brian J. Cuneo

Cuneo first met executives at Carbylan Therapeutics Inc. as part of a Latham & Watkins team advising the bankers in the company's initial public offering. Little did he know that he would later switch roles and become the company's adviser.

Carbylan Therapeutics saw a decline in its stock values after one of its clinical trials.

"The company achieved one of the two endpoints necessary but unfortunately the way that their clinical trial was set up, it would have resulted in another clinical trial on top of the planned clinical trial," Cuneo said. "They had to decide whether to continue to develop the product or consider strategic alternatives."

The company ultimately decided to pursue strategic alternatives with Cuneo advising it in its sale to KalVista Pharmaceuticals Ltd., a privately held biopharmaceutical company. Terms of the deal were not disclosed, but it was structured as a reverse merger transaction.

"It was essentially a sell side acquisition. But it was structured a reverse merger transaction because we wanted to achieve the highest valuation for our shareholders as we could and to do so we wanted to have the acquiring entity give a premium or a credit for the fact that we were a public company," Cuneo said. "We looked for private companies that had a strong product who would give us credit based on the premium for our shell."

The deal finalized at the end of last year.

Cuneo advised Aimmune Therapeutics Inc., a clinical-stage biopharmaceutical company that develops treatments designed to help people with food allergies in striking a deal with Nestlé Health Science. The companies teamed up to develop therapies designed to desensitize people with food allergies and protect them if they are accidentally exposed. Nestlé Health Science made a \$145 million investment in Aimmune, equivalent to about a 15 percent stake in the company.



**Latham & Watkins LLP**

Menlo Park

**Practice:** Corporate transactions

**Age:** 36

"When you have a strategic partner coming in and purchasing a significant amount of your stock, you have concerns about their ability to have too much influence over the company to potentially put themselves in a position where there could be a hostile takeover situation," Cuneo said. "We had to think through the potential scenarios and design a collaboration agreement that protected Aimmune but also allowed Nestlé to achieve its goals to buy a significant portion of the company and be involved in helping to steer a joint committee around the development of various food allergy products."

Attorneys overcame the issues through negotiation and developing deal terms that protected the parties' interests.

Cuneo was part of a Latham team advising Kythera Biopharmaceuticals in its \$2.1 billion sale to Allergan PLC. He also advised Unity Biotechnology Inc., BlackThorn Therapeutics Inc. and Gritstone Oncology in venture financing rounds.

"Latham's Book of Jargon – Healthcare & Life Sciences" was launched this year with Cuneo's help. The book is designed to make the complex terms in health and life sciences easier to understand.

"I really love working with life science companies," Cuneo said. "I'm really passionate about what they're trying to achieve in helping people. They're trying to cure people of horrific diseases in many cases."

— Melanie Brisbon