



Ryan Lowther

Partner

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Ryan Lowther has a broad-based general business practice that assists early stage and mature companies meet their corporate, securities, financing, and operational needs. He has extensive experience leading merger and acquisition transactions and working with investors to evaluate investment opportunities. Ryan's clients are in a variety of industries, many highly regulated like alcoholic beverages and cannabis. He also negotiates resolutions to business disputes and has advised family businesses on governance issues and succession planning.

Ryan is the founder of Farella's Cannabis Industry practice group. He represents every kind of stakeholder in this rapidly-growing and dynamic industry, including cultivators, manufacturers, distributors, retailers, and investors. Ryan counsels his cannabis clients to launch, fund, and expand their businesses and address the significant legal and regulatory hurdles faced by enterprises in this industry. Unlike many industry attorneys, he draws on years of experience as a high-level general legal advisor where he has experienced parallel issues faced by his cannabis clients. At Ryan's insistence, Farella was one of the first midsized firms in the country to develop a dedicated cannabis practice to leverage more than 50+ years' experience in other highly regulated industries for the benefit of cannabis and cannabis-adjacent clients.

As outside general counsel for many of his clients, he is the conduit to identify and bring in the specific attorney at the firm to assist with the full spectrum of relevant legal topics and issues, including employment, environmental, intellectual property (including trademark), insurance, business litigation, product liability (including Proposition 65 defense), real estate, and tax matters. Because the legality of the cannabis industry is rapidly evolving and subject to changes in state and federal law, cannabis clients and clients servicing the cannabis industry—for example property owners—need to understand the risks and mitigation strategies available to them. By counseling clients on the future as well as the present, he can help ensure optimal business outcomes while minimizing exposure to risk. Ryan accomplishes this through meticulous, constant analysis of the pending changes in the regulatory and legal landscape, and active involvement in a variety of industry organizations.

Ryan also has a significant practice advising high net worth individuals and their families, where he protects the patriarch/matriarch's life work and ensures its longevity while transitioning to the next generation. These relationships range from counseling on an intended investment, overseeing the purchase of personal property or assets, or guiding a family member through a personal regulatory or legal obstacle. Ryan becomes the extra-familial general counsel working side-by-side with his clients and other professionals to orchestrate the transfer of assets, redefine roles and responsibilities from one generation to the next, and assist in the education and guidance of up-and-coming family members on the intricacies of the family's assets.

Distinctions

- *Chambers USA*: Cannabis Law - Western United States, Band 1 (2019-2022)
- "Top Cannabis Lawyers" in California (2022) - *The Daily Journal*
- Recommended, *Legal 500 United States* - Cannabis (2021)
- "Top 100 Lawyers" in California (2018) - *The Daily Journal*
- "Top 40 Under 40" leading lawyers in California (2016) - *The Daily Journal*

Services

- Business Transactions
- Cannabis
- Consumer Products + Manufacturing
- Private Client
- Renewable Energy
- Wine
- Private Equity and Venture Capital
- Family-Held Enterprises

Education

- Columbia Law School (J.D., 2003)
 - Managing Editor, *Columbia Journal of Transnational Law*; Harlan Fiske Stone Scholar
- Florida State University (B.S., 1998)

Bar Admissions

- California
- New York

- Trailblazers in Cannabis Law - *National Law Journal* (2018)

Memberships and Affiliations

- Founding member, chair (2018-2019), Executive Committee, Member, Cannabis Law Committee, Bar Association of San Francisco
- Lifetime member of the National Cannabis Bar Association
- Member of the National Cannabis Industry Association
- Former member, Board of Advisors, Sprouts Cooking Club

Experience

TILT Holdings Inc. \$86.7 Million Debt Refinancing

Advised TILT Holdings Inc., a global provider of cannabis business solutions that include inhalation technologies, cultivation, manufacturing, processing, brand development, and retail, on a series of transactions to refinance its \$86.7 million legacy debt, effectively reducing TILT's outstanding debt by 47% over a 12-month period.

Next Green Wave Holdings Agreement to Sell to Planet 13 Holdings

Represented California seed-to-shelf cannabis producer Next Green Wave Holdings (NGW) as U.S. counsel in its definitive arrangement agreement to be sold to Nevada-based cannabis company Planet 13 Holdings Inc.

TCPA Class Action

Represent Tilt Holdings and cannabis technology company Baker Technologies in defending a proposed Telephone Consumer Protection Act (TCPA) class action.

Sale of Cannabis Distributor for \$50 Million

Represented Blackbird Holdings Corp., a distribution company providing operations and software solutions that facilitate the movement of cannabis products at each touchpoint within the supply chain, in its \$50 million sale to TILT Holdings Inc. (CSE:TILT), a vertically-integrated technology and infrastructure cannabis company serving more than a third of dispensaries across the US and Canada.

Publications

March 02, 2020

5 Key Highlights of the CDFA's Proposed Cannabis Appellations Program

11/9/2017

Patents in the Burgeoning Cannabis Industry

2/1/2017

Avoid These Cannabis Startup Pitfalls, Says Top Industry Legal Expert

4/21/2016

Turning Point for Marijuana Regulation?

Outside the Office

Ryan is a skier and snowboarder, when possible (he's a new father). He's traveled extensively—recent destinations include Indonesia, Tahiti and Europe—and is an enthusiastic, if amateur, cook for friends and family.