The deal lawyer who's been the GC.

Ian R. Cohen. M&A and fractional General Counsel at IRC Legal. Nearly a decade at Schulte Roth & Zabel and BakerHostetler. Nearly seven years as General Counsel of Pharmapacks and Packable through several capital raises, an announced SPAC merger, and an unwind. 500+ closed deals.

17+	500+	$3B+	~7
YEARS OF LEGAL EXPERIENCE	CLOSED TRANSACTIONS	AGGREGATE DEAL VALUE	YEARS AS GENERAL COUNSEL

WHAT I DO

01 M&A and Transactional Counsel

Buy-side and sell-side M&A, financings, joint ventures, and complex commercial contracts, from the letter of intent through closing. Most engagements run $5 million to $250 million in enterprise value, with closings at $1 billion and up behind me.

02 Fractional General Counsel

GC-level legal leadership inside the leadership team, without the cost of a full-time hire. 10 to 40 hours a month on a fixed monthly retainer. For companies that need a real GC and can't yet justify one full-time.

03 Corporate Counsel and Governance

Entity structure, founder and shareholder agreements, cap table architecture, board matters, private financings, and executive personal counsel on equity, employment agreements and non-competes.

Online I'm **@btclawyerguy**. The firm holds bitcoin on its balance sheet and accepts bitcoin for fees. When a client already holds bitcoin, I advise on treasury policy, self-custody, and estate structuring as part of the corporate or M&A work, not as a separate practice.

> **Most deal lawyers have never had to live with the deal after closing. I have.**
>
> I negotiate the reps that turn into claims, draft covenants the team can actually follow, and treat the employment, rollover and transition documents as seriously as the purchase agreement.

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WHO I AM

Both sides of the table. Nearly a decade of BigLaw transactional work at Schulte Roth & Zabel and BakerHostetler, then in-house General Counsel of Pharmapacks and Packable.

Nearly seven years in the GC's chair. General Counsel of a venture-backed ecommerce and logistics company through several capital raises, an announced SPAC merger and an unwind. I've lived with the deal after closing, and I negotiate for what happens after it.

I lead the matter. You will know me, and I stay on it. Supporting lawyers I supervise may handle drafting and diligence. There is no leverage model where an associate owns the file.

REPRESENTATIVE MATTERS

- Sell-side M&A, $5M to $1B+: SaaS, tech-enabled services, e-commerce
- Two billion-dollar sales of PE-backed companies (telecom, government contracting)
- Series A and B financings across CPG, e-commerce, AI and fintech
- Distressed wind-down and creditor negotiations

RATES

$680 to $800 / hr

Depending on the matter, or a fixed fee for a defined scope. M&A engagements start with a $10,000 retainer; LOI-only review starts at $2,500. Most full buy-side or sell-side engagements run $25,000 to $50,000, or more, depending on the complexity. Fixed monthly retainers for fractional GC engagements. You know the number before we start.

WHEN TO CALL ME

When a client is buying or selling a business, or needs a GC but can't justify a full-time one.

I handle the legal side from the LOI through closing. The valuation, tax, wealth and estate work every deal generates goes back to the advisors who brought me in.

CREDENTIALS

Admitted to practice in New York, 2010. Super Lawyers Rising Stars, 2014–2019. J.D., Hofstra University - School of Law. B.A., University of Maryland, College Park. Grew up on Long Island, trained in New York City, returned home.

Book a strategy session: irclegal.com/contact
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