



Brent E. Williams

Partner

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OVERVIEW

Brent Williams concentrates his practice on corporate transactions, including mergers and acquisitions, leveraged buyouts, private equity/venture capital transactions, cross-border transactions, de-SPAC transactions, and private and public offerings of preferred and common stock with a focus on asset management transactions involving asset management, wealth management, and other financial services businesses.

Brent represents both strategic and financial buyers and sellers, equity investors and issuers of equity. He also advises clients on general corporate matters, business formation, corporate governance, and commercial contracts.

Brent has worked with clients from a variety of industries, including financial services, healthcare, manufacturing, technology, automotive, food and beverage, agribusiness, sports, and mining, in North America, Europe, Australia, and Asia.

PROFESSIONAL BACKGROUND

Prior to practicing at K&L Gates, Brent was a corporate associate in the Chicago office of an international law firm, where he concentrated on mergers and acquisitions, securities, and general corporate matters.

PROFESSIONAL / CIVIC ACTIVITIES

- Chicago Bar Association
- American Bar Association
- Cycle for Survival, Chicago - Team Captain of Soul Survivor (2011 - present)

SPEAKING ENGAGEMENTS

- Client Presentation - Comparisons of Buyer Side “R&W” US Policies and “W&I” UK Policies (September 26, 2022)

- “Special Issues Involved in Acquiring Divisions or Subsidiaries of Larger Companies” - Practising Law Institute's Acquiring or Selling the Privately Held Company, Chicago, Illinois (June 6, 2019, June 7, 2018, May 17, 2017, June 1, 2016 & May 20, 2015)
- Panel Speaker on “Hot Topics in Legal Due Diligence” - Robert Bosch M&A Due Diligence Workshop, Chicago, Illinois (December 8, 2017)
- Carveouts - M&A in 2020 Series (October 19, 2020)

EDUCATION

- J.D., The Ohio State University Moritz College of Law, 2003 (*summa cum laude*; *Order of the Coif*; *Associate Editor, Ohio State Law Journal*)
- B.S., University of Dayton, 2000 (*magna cum laude*)

ADMISSIONS

- Bar of Illinois

THOUGHT LEADERSHIP POWERED BY HUB

- 24 March 2020, COVID-19: Illinois Executive Order in Response to COVID-19

NEWS & EVENTS

- 12 September 2023, K&L Gates Assists Focus Financial Partners on US\$7B Acquisition
- 27 January 2022, K&L Gates Advises D-Orbit on Combination with Breeze Holdings Acquisition Corp.
- 13 December 2021, K&L Gates Advises DDW The Color House on its Sale to Givaudan

MEDIA MENTIONS

- Mentioned, "4 Firms Rep As Satellite Biz D-Orbit Goes Public In \$1.3B Deal," *Law360*, 27 January 2022.

AREAS OF FOCUS

- Mergers and Acquisitions
- Corporate Governance
- Emerging Growth and Venture Capital
- Private Equity Transactions

INDUSTRIES

- Agribusiness
- Consumer Products
- Financial Services
- Private Equity
- Sports
- Technology

REPRESENTATIVE EXPERIENCE

Asset Management & Financial Services Industry Transactions

- Abacus Capital Group, LLC, a real estate investment manager, on its sale of a majority interest to Affiliated Managers Group, Inc. (NYSE: AMG), a leading partner to independent active investment management firms.
- Advance America, Cash Advance Centers, Inc. (NYSE: AEA), a provider of cash advance services, on its going private acquisition by Grupo Elektra, a transaction valued at approximately \$780 million.
- CB Richard Ellis Investors, an affiliate of CB Richard Ellis Group Inc. (NYSE: CBG), on its acquisition of a majority interest in Wood Partners, a national multi-family housing developer.
- Federated Hermes, Inc. (NYSE: FHI), a leading global investment manager, on its acquisition of certain components of the PNC Capital Advisors LLC investment management business for approximately \$56 million.
- Federated Hermes, Inc. on its asset acquisition of the business of C.W. Henderson & Associates, Inc., a registered investment advisor specializing in the management of separately managed accounts that invest in tax-exempt municipal securities.
- Federated Hermes, Inc. on its acquisition of certain investment management related assets of Horizon Advisers, an unincorporated division of Hancock Whitney Bank.
- Focus Financial Partners Inc. (NASDAQ: FOCS), a leading partnership of independent, fiduciary wealth management firms, in its sale pursuant to a going private transaction to affiliates of Clayton Dubilier & Rice, LLC.
- Focus Financial Partners Inc. in the strategic transaction with Origin Holding Company, LLC, a private real estate fund, and existing partner firm, Kovitz Investment Group Partners, LLC pursuant to which Origin and Kovitz joined forces as partner firms of Focus.
- Gold Corporation (d/b/a The Perth Mint) on the sale of its custodial sponsorship of the Perth Mint Physical Gold ETF to Goldman Sachs Asset Management.

- Macquarie Investment Management (f/k/a Delaware Investments) on its issuance of Variable Rate Munifund Term Preferred Shares in private offerings.
- Nuveen Investments, a leading global provider of investment services, on its acquisition of Incapital's Unit Investment Trust (UIT) platform.
- Nuveen Investments on its creation and issuance of preferred share securities in public and private offerings.
- Oxford Square Management, LLC (f/k/a TICC Management, LLC), the investment advisor to Oxford Square Capital Corp. (NasdaqGS: OXSQ) (f/k/a TICC Capital Corp), on its sale to Benefit Street Partners (mutually terminated prior to closing).
- Pennybacker Capital Management, LLC, a real estate private equity firm, on its sale of a minority interest to Pacific Current Group Limited and Kudu Investment Management.
- PNC Bank, National Association (NYSE: PNC), in its corporate capacity and as trustee of the AFL-CIO Building Investment Trust, a bank collective trust fund, in the successful transfer of its role as trustee of the AFL-CIO Building Investment Trust to Great Gray Trust Company, LLC.
- PNC Investments, PNC Managed Account Solutions, and PNC Bank in the sale of its Latin American consumer brokerage and advisory accounts business to Insigneo Securities LLC and Insigneo Advisory Services, LLC.
- Touchstone Investments, a wholly-owned subsidiary of Western & Southern Financial Group on its acquisition of the advisory assets of AIG Life & Retirement's Retail Mutual Funds business.
- An American bank holding company specializing in credit cards, auto loans, banking, and savings accounts, on its acquisition of a specialty automobile finance company, for approximately \$190 million via a public merger.

Mergers & Acquisitions

- Acumed, LLC, a Colson Medical | Marmon | Berkshire Hathaway company, on its acquisition of ExsoMed Corporation, a provider of innovative solutions for hand surgery.
- Bosch Thermotechnik GmbH, as a shareholder of ADS-TEC Energy PLC (Nasdaq: ADSE), on the de-SPAC business combination of ADS-TEC Energy GmbH and European Sustainable Growth Acquisition Corp.
- Capitala Group, an asset management firm, on its acquisition of VisionPoint Marketing, a leading marketing services firm serving institutions of higher learning.
- Capitala Group on its acquisition of Peterson Manufacturing Company, a manufacturer of deep drawn metal stampings.
- Capitala Group on its sale of Fresh Dining Concepts, an operator of Auntie Anne's, Cinnabon and Carvel restaurants.
- Capitala Group on its sale of Stride Tool, a manufacturer and designer of specialty hand tools.
- Capitala Group on its minority equity and debt investment in Proactive Dealer Solutions.

- Congelados Don Jose, a Mexican-based producer of vegetables, on its acquisition of Birds Eye Foods, Inc., a manufacturer and marketer of frozen vegetables.
- DDW The Color House, a global company specializing in natural color solutions for the food and beverage industry, on its sale to Givaudan, a global leader in fragrances and flavors.
- D-Orbit S.p.A., a space logistics and transportation company, on its de-SPAC business combination with Breeze Holdings Acquisition Corp. (Nasdaq: BREZ), a publicly traded special purpose acquisition company, for a combined enterprise value of \$1.28 billion (mutually terminated prior to closing).
- Edgewater Funds, a Chicago-based private equity firm, on the sale of its interests in an information technology services provider to Snow Phipps Group, LLC.
- Edgewater Funds on its leveraged stock acquisition and recapitalization of American Piping Products, a steel pipe distributor.
- Elgin National Industries, an industrial equipment manufacturer and engineering/construction services provider, on its sale to GFI Energy Ventures.
- Hecla Mining Company (NYSE: HL), a silver and other precious metals mining company, on its acquisition of Klondex Mines Ltd. (NYSE American: KLDX), a gold and silver mining company, for approximately \$462 million in a combination of cash and Hecla stock.
- Hecla Mining Company on its acquisition of Mines Management, Inc. (NYSE MKT: MGN), the owner of the Montanore silver and copper project, for approximately \$46 million in Hecla stock via a public merger.
- Hecla Mining Company on its acquisition of Revett Mining Company, Inc. (NYSE MKT: RVM), a silver and copper mining company, for approximately \$19 million in Hecla stock via a public merger.
- Hecla Mining Company on its acquisition of The Monte Cristo property from Crown Gold Corporation pursuant to an asset purchase.
- Hospira, Inc. (NYSE: HSP) on its acquisition of Physiometrix, Inc. (Nasdaq: PHYX), a developer of non-invasive medical devices, for approximately \$23 million via a public merger.
- Insulation Fabricators, Inc. on its sale of the distribution and fabrication of thermal and acoustical insulation products business to Distribution International, a portfolio company of private equity firm Advent International.
- Jim Beam Brands Co., a subsidiary of Beam, Inc. (NYSE: BEAM), on its acquisition of the Skinnygirl® spirits brand.
- Keenan Development of Washington and Fort Detrick Cogen Partners, a central utility plant services provider, on their sale to First Reserve Corporation.
- Laborie Medical Technologies, Inc., a global manufacturer and developer of medical technology owned by Patricia Industries, a part of Investor AB, on its \$214 million acquisition of Cogentix Medical, Inc. (NasdaqCM: CGNT), a global medical device company.

- LKQ Corporation (Nasdaq: LKQ), a distributor of aftermarket and recycled automotive parts, on its sale of the automotive original equipment manufacturer glass business to Vitro S.A.B. de C.V. for \$310 million and related carve-out of the retained aftermarket glass distribution business.
- LKQ Corporation on its acquisition of the aftermarket business of Warn Industries from Dover Corporation.
- LKQ Corporation on its acquisition of Pittsburgh Glass Works LLC from Kohlberg & Co. LLC and PPG for \$635 million.
- LKQ Corporation on its acquisition of Keystone Automotive Operations, Inc. from Platinum Equity for \$450 million.
- LKQ Corporation on its acquisition of Stag Parkway Holding Company, a leading supplier of replacement parts for RVs.
- LKQ Corporation on its acquisition of The Coast Distribution System, Inc. (NYSE: CRV) for an enterprise value of approximately \$45 million pursuant to a tender offer and second step merger.
- Lydian Capital, a European private equity fund on its majority investment in Trilogy Health Services, LLC, a leading provider of senior care services.
- Mandalay Baseball Properties, LLC, the owner and operator of certain minor league baseball teams, on its sale of The Dayton Dragons to Palisades Arcadia Baseball LLC.
- Mandalay Baseball Properties, LLC on its sale of The Frisco RoughRiders to a group led by former Texas Rangers CEO Chuck Greenberg.
- Mandalay Baseball Properties, LLC on its sale of The Oklahoma City RedHawks to a group affiliated with the Los Angeles Dodgers and Mandalay Entertainment Group.
- Mandalay Baseball Properties, LLC on the sale of its 50% interest in The Scranton/Wilkes-Barre RailRiders to SWB Investor LLC.
- Mandalay Baseball Properties, LLC on its sale of The Erie SeaWolves to a group controlled by Fernando Aguirre, former CEO of Chiquita Brands International.
- Marconi Corporation plc on the sale of its Outside Plant, Power and Services and Test System businesses to Emerson Electric Co. for \$406 million.
- Marconi Corporation plc on the sale of its North American Access Business to Advanced Fibre Communications, Inc. for \$240 million.
- NewGround International, Inc., a designer and builder of retail and corporate environments, on its acquisition of the Design Iterative business from Acrylic Design Associates.
- NewGround International, Inc. on its sale of Adrenaline, LLC, an experience design agency.
- PharMEDium Healthcare Holdings, Inc., a provider of outsourced compounded sterile preparations to acute care hospitals, on its sale to AmerisourceBergen Corporation (NYSE: ABC) for \$2.6 billion.

- PharMEDium Healthcare Holdings, Inc. on its sale of a controlling interest to Clayton Dubilier & Rice.
- Richards Building Supply Co. on its building supply asset acquisition of Jim Waters Co.
- Richards Building Supply Co. on its building supply asset acquisition of RBK Building Materials.
- Ridge Capital Partners, a private equity sponsor, on its leveraged buyout of a waste management company.
- Strom Products Ltd., a pasta manufacturer, on its asset sale of pasta brands to New World Pasta, a subsidiary of Ebro Foods for \$50 million.