



Todd R. Southwell

Partner

Chicago
+1.312.807.4229

Todd.Southwell@klgates.com

OVERVIEW

Todd R. Southwell is a partner in the firm's Chicago office where he is a member of the M&A and private equity practice groups. His areas of focus include mergers and acquisitions, private equity and venture capital transactions and general corporate representation matters. Todd is directly involved in all phases of transactions and business counseling matters, including management and board discussions, initial planning, structuring, negotiations, document drafting and implementation. He is regarded as a seasoned deal lawyer and business advisor by clients.

Private Equity and Mergers & Acquisitions Transactions: Todd has extensive experience representing both U.S. and non-U.S. private equity firms, portfolio companies, strategic and corporate entities, venture capital funds, family offices and individuals with acquisitions, divestitures, add-ons, mergers, roll ups, buyouts, exchange and tender offers, takeovers, leveraged buyouts, strategic alliances, capital raises, corporate reorganizations/restructurings and joint ventures.

General Company Representation: Todd also works closely with clients on their day-to-day governance, general corporate, new venture and business-related matters. This entails contract drafting and negotiation, governing document preparation, directors' duties, corporate governance, disclosure issue advice, compliance matters and board/manager assistance.

Todd is engaged by companies and business owners of all sizes in a variety of industries. Among the industries in which Todd has substantial transactional and business advisory involvement are the agriculture, airline, container, energy and utilities, financial institution, food and beverage, insurance, logistics, manufacturing, medical/health care, plastics/synthetic materials, processing and software/technology.

PROFESSIONAL BACKGROUND

Prior to joining the firm, Todd was a member of the corporate practice groups for an international firm and regional firm where he focused on mergers and acquisitions, private equity and venture capital transactions and general corporate representation matters.

ACHIEVEMENTS

- Super Lawyers Rising Star
- Leading Lawyers, 2017, 2018, and 2020

PROFESSIONAL / CIVIC ACTIVITIES

- Association for Corporate Growth Private Equity and Mergers and Acquisitions Committee
- Association for Corporate Growth Annual Food and Beverage Conference Co-Chairman
- Chicagoland Food and Beverage Network
- PRO | Presidents Resources Organization
- Winnetka Hockey Club, Board Member

SPEAKING ENGAGEMENTS

- Round table speaker, "M&A Trends in Food and Beverage," *Association for Corporate Growth Chicago*, 11 May 2021

EDUCATION

- LL.M., George Washington University Law School, 1998
- J.D., John Marshall Law School, 1997
- B.S.B.A., University of Dayton, 1993

ADMISSIONS

- Bar of Illinois
- United States District Court for the Northern District of Illinois

OTHER PUBLICATIONS

- "Joint Ventures: A Primer." Co-Author of article that was published in the Middle Market Edition of the SRR Journal.

NEWS & EVENTS

- 27 February 2020, K&L Gates Advises Maven Wave on Acquisition by Atos, Creating Strongest Google Cloud Services Portfolio Available (*Noteworthy Work*)

- 1 May 2018, K&L Gates Boosts Corporate/M&A and Private Equity Practices with Los Angeles, Chicago Partner Additions (*Press Release*)

AREAS OF FOCUS

- Mergers and Acquisitions
- Emerging Growth and Venture Capital
- Health Care and FDA
- Oil and Gas
- Private Equity Transactions

INDUSTRIES

- Agribusiness
- Agtech
- Consumer Products
- Energy
- Food and Beverage
- Hardware and Semiconductors
- Manufacturing
- Technology

REPRESENTATIVE EXPERIENCE

- Advise equity holders of an international container and logistics company on the restructuring of its board of directors and business expansion initiatives.
- Representation of a venture capital backed solar energy technology company in multiple rounds of equity offerings.
- Representation of managers in the preparation of documentation for EB-5 private placement offerings.
- Represented Chapter 7 Trustee of Knight-Celotex, LLC, an \$80 million building supply manufacturer, in its liquidation proceedings before the U.S. Bankruptcy Court for the Northern District of Illinois.
- Represented Official Committee of Unsecured Creditors in *In re Giordano's Enterprises, Inc.* (Bankr. N.D. Ill.).
- Representation of a home goods retailer in the proposed acquisition of a furniture and entertainment goods retailer.

- Representation of a public company and its subsidiaries in the proposed sale of several non-U.S.-based utility subsidiaries and divisions.
- Representation of an international company in the proposed acquisition of the assets of a U.S.-based plastics and synthetics resin manufacturer out of bankruptcy.
- Representation of a public medical device manufacturing company in its proposed multi-billion-dollar merger of another public medical device and instrument manufacturing company.
- Representation of a public company's financial subsidiary in the capital investment of a manufacturing company.
- Representation of an international financial institution in the acquisition of another financial institution's derivatives and institutional trading practice.
- Representation of the group of partners in a risk consulting practice that was being sold by an international public accounting firm.
- Representation of a public company's financial subsidiary in the capital investment in an educational materials company.
- Representation of a dental device manufacturer in the acquisition of dental-related assets from a patent development company.
- Representation of an automotive parts supplier in its acquisition of an after-market motorcycle parts manufacturing and supply company.
- Representation of a railroad logistics company in the acquisition of a trucking logistics company.
- Representation of an international technology company in the acquisition of a defense industry software development company.
- Representation of an exercise equipment and product distributor in the acquisition of a fitness equipment company.
- Representation of a railroad logistics company in the acquisition of an intermodal logistics company.
- Representation of a public company in the sale of its bicycle manufacturing subsidiary.
- Representation of a public oil and energy exploration company in its strategic acquisition/merger of another public oil and energy exploration company.
- Representation of a public company's financial subsidiary in the acquisition of a baked goods supply, processing and distribution company.
- Representation of a grain and ingredient manufacturer in the sale of assets to a strategic buyer.
- Representation of an international food processing company in the sale of its U.S. potato processing subsidiary.

- Representation of the subsidiary of a public airline in the take private/merger, through a tender offer, of a public internet-based technology company.
- Representation of a company in the multi-billion-dollar take private of an international natural resources, paper and manufacturing company.
- Representation of a private equity firm and its portfolio company in the sale of multiple portfolio company in the container and logistics industries to an international private equity firm.
- Sale of the largest online tie and clothing accessories company to a private equity firm.
- Representation of an international logistics, processing and data-processing holding company in its proposed sale to strategic and private equity buyers.
- Representation of a public energy company and a number of its subsidiaries in the sale of several international energy subsidiaries to a private equity firm.
- Advise private equity firm on the board, management and officer structure of thirty-nine portfolio companies under its management.
- Representation of an international bank, private equity firms and hedge funds in the restructuring and acquisition of a manufacturing holding company and its subsidiaries.
- Representation of a private equity firm in the proposed acquisition of a movie theater company.
- Representation of a private equity firm in the acquisition of the assets of an armored car company out of bankruptcy.
- Representation of a private equity firm in the acquisition of an entertainment production company.
- Representation of a private equity firm and its portfolio company in the sale of the portfolio company's software subsidiary to a software and technology company.
- Representation of a private equity firm in the proposed capital investment in a regional insurance agency company.
- Representation of a private equity firm in the proposed capital investment in an insurance brokerage company.
- Representation of a private equity firm in the proposed acquisition of a national insurance surety company.
- Representation of a private equity firm in the acquisition of a national insurance agency company.
- Representation of a private equity firm in the proposed acquisition of a national insurance casualty company.
- Represented a private equity firm in the sale of an ancillary vehicle protection products and services company to a private equity firm.
- Representation of a private equity firm in the acquisition of a national insurance claims company.
- Represented a private equity fund in the sale of a leading provider of vehicle service contracts.

- Representation of a private equity firm in the capital investment in a glass manufacturing company.
- Representation of a private equity firm in the multi-billion-dollar acquisition of an automobile component business.
- Representation of a private equity firm in the capital investment in a hospital/medical facilities company.
- Representation of a private equity firm in the capital investment in a medical care provider company.
- Representation of the seller of a private hydro-power production company in the sale of the company to a private equity firm.
- Sale of a landfill products and equipment supply company to a private equity firm.
- Representation of a private equity firm in the sale of its keg leasing business to a private equity firm.
- Representation of a pre-packaged food processing company in its sale to a private equity firm.
- Representation of a hospitality company in the proposed joint venture with a hotel operator and hospitality company
- Representation of an international private equity firm in the redemption of equity, sale of equity and restructuring of its logistics platform.
- Representation of a family office in its investment in an opportunity zone investment company.
- Representation of PM Mold in the acquisition of the assets of TNT Plastics Inc., a custom and specialty plastic mold injection company.
- Representation of Advanced Diamond Technologies, Inc. in the sale of its industrial business to an international private equity firm.
- Representation of an international mining equipment manufacturer and producer of the mining division of a public company.