

# J. David Washburn

*Partner and Co-Chair, Mergers & Acquisitions and Private Equity*

Dallas Office

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## Practices

FOCUS: Corporate  
China  
Corporate Governance  
Distressed and Special Situations Investing  
Entrepreneurial Ventures  
International  
Mergers and Acquisitions  
Private Equity  
White Collar and Internal Investigations

## Industries

Technology

## Education

JD, The University of Tulsa College of Law,  
*with highest honors, Order of the Curule  
Chair*

BA, University of Nebraska–Lincoln

## Bar Admissions

Texas

When business owners, boards of directors and investment bankers are tasked with buying or selling a sophisticated business enterprise, they call David Washburn. And should a controversy arise following closing, clients seek David out to fully understand their options, mitigate losses and plan their next steps. Having been recognized as one of the *Best Lawyers in America* since 2015 and as co-chair of Katten's Mergers and Acquisitions and Private Equity practice, David is a true legal strategist who brings a passion for winning and a proven ability to get things done.

## Unique experience coupled with an ability to solve problems

M&A transactions have become exponentially more complex in recent years. In addition, an increasing number of high value transactions are resulting in some form of post-closing controversy – whether as a result of a working capital true-up dispute; earn-out or other purchase price issue; indemnity claim; or alleged misconduct on the part of one of the parties. Armed with a rare "360-view" of these transactions, David utilizes his in-depth understanding of market trends, relevant case law and complex transaction structures, as well as his skills as a persuasive negotiator, to meet his clients' business objectives – whether that is getting the deal done on time, within budget and without controversy or securing a client's rights after the deal is already done, but controversy appears unavoidable.

## Representative Experience

- Lead counsel in M&A transactions in a variety of industries including technology, aerospace, automotive, food and beverage, health care, oil and gas, manufacturing, distribution, timeshare, finance, and construction services.

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- Represent significant FinTech company in its sale to a publicly traded industry participant.
- Represent ExploreUSA RV Supercenters in its sale to a private equity-led acquirer.
- Represent Service Experts in numerous strategic M&A transactions.
- Represent prominent SaaS developer in the insurance industry in its sale of equity to a technology-focused private equity firm.
- Represent food manufacturer in its sale to a private equity-led acquirer.
- Represented one of the largest private investment firms in the world in its sale of a vacation ownership company. This created one of the nation's largest timeshare resort operators.\*
- Represented one of the largest providers of recall management services to US automakers in the sale of the company to a publicly traded acquirer.\*
- Represented three oil and gas gathering/marketing companies in their simultaneous sale to a diversified midstream MLP.\*
- Represented a classified US drone manufacturer in the sale of the company, following an international sales process.\*
- Represented a high-tech automotive inventory management tool/software company in its sale to a private equity investor.\*
- Represented one of the largest telematics providers in the world in the sale of the company.\*
- Represented a vacation ownership company in its sale to one of the largest private investment firms in the world.\*
- Represented a provider of smartphone applications in its sale.\*
- Represented a leading global information and communications technology solutions provider in acquiring a memory enhancement product.\*
- Represented buyers and sellers of various national and regional construction industry participants, both bonded and unbonded (including a manufacturer of high-rise and commercial construction components, a high-power line installation and service company, a bridge and

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infrastructure company, a turf field and sports track installer, and a large commercial and mechanical systems contractor).\*

- Represented domestic interexchange carrier in acquiring a multinational telecommunications company.\*
- Represented successful acquirer in a litigated contest for control of a high-growth, high-technology company.\*

\*Experience prior to Katten

## Recognitions

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*Recognized or listed in the following:*

- *Best Lawyers in America*
  - Mergers & Acquisitions, 2015–2022
- *D Magazine*
  - Best Lawyers in Dallas, 2012, 2015, 2021
  - Best Lawyers Under 40, 2002
- The Legal 500 United States
  - Recommended Attorney, 2008–2009, 2012, 2014, 2016–2017
- Super Lawyers
  - Texas, 2013–2020

## News

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- Coronavirus (COVID-19) Resource Center (November 10, 2021)
- Dilen Kumar Explains to *Law360* How White House Stint Added Depth to M&A Practice (September 13, 2021)

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- Katten Dallas Office Builds on Highly Regarded M&A Practice With New Partner Dilen Kumar (September 7, 2021)
- Katten Attorneys Listed in *The Best Lawyers in America*® (August 19, 2021)
- Katten Appoints New Practice Heads, Building on Stellar Leadership (July 15, 2021)
- *D Magazine* Names Katten Partners to Best Lawyers in Dallas List (April 23, 2021)
- Katten Attorneys Selected for 2020 Texas Super Lawyers List (October 19, 2020)
- Katten Attorneys Distinguished as Top Legal Talent in the 2021 *Best Lawyers in America* and *Best Lawyers: Ones to Watch* Lists (August 20, 2020)
- David Washburn Comments on Key Areas of Focus for M&A Attorneys Handling Construction Deals (October 4, 2019)
- Katten Attorneys Chosen for 2019 Texas Super Lawyers List (September 3, 2019)
- Katten Attorneys Named to 2018 Texas *Super Lawyers* List (September 6, 2018)
- Katten Represents Resort Company in RICO Suit (May 4, 2018)
- New Katten Dallas Office, Corporate Partners Garner Media Attention (February 7, 2018)
- Katten Launches New Dallas Office with Corporate Heavyweights (February 5, 2018)

## Publications

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- Negotiating Confidentiality Agreements in a Competitive Bid Scenario (July/August 2021)
- *Health Care Law Perspectives* (August 2020) | Contributor

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- Checklist: Pandemic M&A Letter of Intent (Annotated) (May 4, 2020)
- The Texas Corporation: Legal Aspects of Organization and Operation (August 2014)

## Presentations and Events

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- Business Owners Perspectives: Strategic and Value Enhancing Alternatives for 2021 (March 31, 2021) | *Panelist*
- How LOIs, Reps & Warranties Insurance, and Getting Deals Done Has Changed Post COVID-19 (June 24, 2020) | *Speaker*
- Dallas Bar Association (July 21, 2017) | *Understanding Post-Closing Litigation: Key Issues for M&A Lawyers*
- Corporate Finance Associates, Annual Summer Conference (July 27, 2012) | *Nuggets from a Sell-Side M&A Lawyer*
- TCU, College of Entrepreneurship, Guest Lecturer (Spring 2012) | *Select Legal Issues for Entrepreneurs*
- Dallas Bar Association's Sixth Annual "M&A Nugget-Palooza" (October 12, 2010)
- The General Counsel Forum's 4th Quarterly Event (September 29, 2010) | *Advising Your Board of Directors: Current Issues and Trends*