

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
Mergers and Acquisitions Litigation
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 Private Equity and M&A 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.

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"David Washburn and his team are the best. They are business partners, not just lawyers."

- U.S. News – Best Lawyers® 2022 "Best Law Firms"
(Leveraged Buyouts and Private Equity Law) survey response

Representative Experience

- Lead counsel in M&A transactions in a variety of industries including technology, aerospace, automotive, food and beverage, healthcare, oil and gas, manufacturing, distribution, timeshare, finance, and construction services.
- Represented significant FinTech company in its sale to a publicly traded industry participant.
- Represented Kore.ai, the world leader in conversational AI technology, in numerous financing M&A transactions.
- Lead counsel to Special Committee of Board of Directors of Lapmaster Group Holdings (a multi-national manufacturer of highly specialized grinding and polishing machines used in the aerospace and semiconductor industries) in its merger with Bison Capital and Angeles Equity following international sales process.
- Represented TTI, a Berkshire Hathaway company and distributor for industrial, military, aerospace and consumer electronic manufacturers worldwide, in various strategic acquisitions.
- Represented ExploreUSA RV Supercenters in its sale to a private equity-led acquirer.
- Represented Service Experts in creation of customized Serial Acquisition Program and numerous strategic transactions thereunder.
- Represented Andy's™ (a multi-state franchisor) and all of its franchisees in coordinated sale to private equity.
- Represented national nut, confections and candy company in sale process, resulting in strategic acquisition by Johnvince Foods.
- Represented prominent SaaS developer in the insurance industry in its sale of equity to a technology-focused private equity firm.
- Represented food manufacturer in its sale to a private equity-led acquirer.

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- 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 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

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Recognitions

Recognized or listed in the following:

- *Best Lawyers in America*
 - Corporate Law, 2015–2024
 - Mergers and Acquisitions Law, 2024
- *D Magazine*
 - Best Lawyers in Dallas, 2012, 2015, 2021, 2023–2024
 - Best Lawyers Under 40, 2002
- *Super Lawyers*
 - Texas, 2013–2020, 2022–2023
- *The Legal 500 United States*
 - Recommended Attorney, 2008–2009, 2012, 2014, 2016–2017, 2022–2024

News

- Katten Highly Ranked in Legal 500 United States 2024 (June 12, 2024)
- *D Magazine* Features 13 Dallas Partners as 2024 Best Lawyers (April 24, 2024)
- Katten Advises Peak Mining in Purchase of 300MW Mining Data Center Site (January 16, 2024)
- Katten Dallas Attorneys Recognized by Texas Super Lawyers 2023 (September 18, 2023)
- Katten Attorneys Distinguished by *Best Lawyers*® (August 17, 2023)
- Katten Lauded in The Legal 500 United States 2023 (June 9, 2023)

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- *D Magazine* Recognizes 12 Dallas Partners on 2023 Best Lawyers List (April 27, 2023)
- *Texas Lawbook* Reflects on Five Years of Katten in Dallas in Q&A With Mark Solomon (April 14, 2023)
- *Middle Market Growth* Delves Into Katten's Middle-Market Private Equity Report (March 22, 2023)
- David Washburn Shares M&A Forecast With *Middle Market Growth* (February 27, 2023)
- Katten Mid-Market Private Equity Report Covered by Multiple Media Outlets (February 2, 2023)
- Katten Report Finds Dealmakers Differ on Private Equity Outlook; Find Opportunity Amid Uncertainty (January 26, 2023)
- Katten Attorneys Recognized by 2022 Texas *Super Lawyers* (September 23, 2022)
- Katten Attorneys Recognized by *Best Lawyers*® (August 18, 2022)
- Katten Awarded Top Ranking in Structured Finance: Securitization in The Legal 500 United States 2022 (June 8, 2022)
- 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)
- 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)

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- 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

- Middle-Market M&A Opportunities Abound in Texas Despite Broader Market Uncertainty (April 4, 2023)
- Katten Launches 2023 Middle-Market Private Equity Report (January 26, 2023)
- Negotiating Confidentiality Agreements in a Competitive Bid Scenario (July/August 2021)
- *Health Care Law Perspectives* (August 2020) | Contributor
- Checklist: Pandemic M&A Letter of Intent (Annotated) (May 4, 2020)
- The Texas Corporation: Legal Aspects of Organization and Operation (August 2014)

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Presentations and Events

- 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*