# J. David Washburn

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

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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 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 semi-conductor 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
  - 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, 2022–2023

## News

- 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)
- *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)

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- 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)
- 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)

## 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*