



## ROBERT J. MAHON

### PARTNER

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Rob Mahon is a partner in the firm's Corporate Services practice group focusing primarily on outside corporate counsel services and mergers and acquisitions. Rob's clients include private and public companies; family offices, private equity firms and their portfolio companies; and startups and high-growth companies, for which he's handled billions of dollars of transactions.

Acting as lead counsel for clients on over 100 multimillion-dollar acquisitions, Rob has significant experience counseling clients through all stages and types of mergers and acquisitions across a wide range of industries. Rob often leverages his substantial experience and his team at the firm for highly acquisitive businesses, regularly handling dozens of deals for clients at any time.

As outside counsel to companies and business owners, Rob provides holistic, practical and cost-effective approaches to accomplishing his clients' goals. He counsels on a wide range of business matters, including commercial, finance and real estate transactions; mergers, acquisitions and restructurings; and corporate governance and compliance. Rob works hand-in-hand with his clients and their owners, board members and executives to handle these matters in addition to working with his team to handle a full range of other legal matters, including employment, securities, tax, litigation and intellectual property matters.

Rob has substantial experience in the Entrepreneurship Through Acquisition (ETA) space and helped launch the firm's practice in this area, which offers aspiring entrepreneurs a unique opportunity to acquire and grow an existing business or series of businesses rather than starting a business from scratch.

### SERVICES AND INDUSTRIES

Corporate

Mergers and Acquisitions

Emerging Companies

Debt Finance

Franchising and Distribution

Franchise Business

Acquisitions

Governance and Compliance

Real Estate

Private Equity and Venture

Capital

Entrepreneurship Through

Acquisition

### ADMISSIONS

Missouri

### EDUCATION

- Saint Louis University School of Law (J.D., *magna cum laude*, 2017)
  - Order of the Woolsack
  - Alpha Sigma Nu Jesuit Honor Society
  - Saint Louis University Law Journal (Editor)
  - Dean's Scholarship
  - Judge Robert G. Dowd, Sr. Appellate Advocacy Award (Top Oralist)
  - Academic Excellence Awards (Highest Grade): Property, Contracts II, Real Estate Transactions, Commercial Transactions, International Business Transactions, Alternative Dispute Resolution, and Advanced Legal Research

- University of Missouri-St. Louis (M.B.A., 2017)
  - Beta Gamma Sigma Honor Society
- University of Missouri-St. Louis (B.S.B.A., *magna cum laude*, 2013)
  - Emphasis in Finance
  - Financial Service Professionals (FSP) Excellence in Financial Education Award
  - Curators Scholar Award
  - Bright Flight Scholarship

## CHARITABLE AND CIVIC INVOLVEMENT

- Armstrong Teasdale United Way Campaign Committee
- Armstrong Teasdale Michael C. Tramble Memorial Scholarship Fund Committee

## ACCOLADES

- Missouri/Kansas Super Lawyers®, Rising Star – Mergers and Acquisitions (2023)
- Association for Corporate Growth (ACG), St. Louis – STL Emerging 20 (Class of 2022-2023)
- St. Louis Small Business Monthly – 2023 Best Attorneys Honoree

## BACKGROUND

Rob was a summer associate with the firm before joining full time. He also previously clerked for the Hon. Judge Philip D. Heagney in the 22nd Judicial Circuit Court of Missouri.

## EXPERIENCE

### **Acquisitions of Wellness Franchises Across Multiple States; Divestiture of Portfolio**

Represented a client in its acquisition of wellness franchises across multiple states and its eventual divestiture of the portfolio.

### **Acquisitions of Quick-Service Franchise Restaurants; Portfolio Structuring; Financing; Franchisor Negotiations; 1031 Real Estate Exchanges**

Represented a private investment firm in its portfolio structuring and financing for, and acquisition of, quick-service franchise restaurants, including entity formation, franchise and area development agreement negotiations, and real estate purchases and 1031 exchanges.

### **\$100 Million+ Multi-State Franchise Restaurant Acquisitions**

Represent portfolio companies of a large family office in their acquisition of 100+ quick-service franchise restaurants across multiple franchise concepts for over \$100 million in aggregate consideration, including entity formation, portfolio structuring, development and franchise agreement negotiations with the franchisors, purchase and leasing of real estate, commercial contracts and other legal matters.

### **Merger of Independent Comics and Graphic Novel Publishers**

Represented an independent comics and graphic novel publisher in its merger with

another comics and graphic novel publisher, resulting in a controlling interest being maintained by the client.

#### **Sale of HVAC Company to Private Equity-Backed HVAC Consolidator**

Represented a heating, ventilation and cooling business in its sale to a large, private equity-backed HVAC consolidator.

#### **Self-Funded Acquisitions of Texas Automotive Services Franchises; Franchise Agreements; Real Estate**

Represented self-funded searcher in corporate formation, structuring, financing and acquisition work along with the negotiation of multiple franchise agreements for automotive services franchised locations in Texas. Also handle ongoing leasing, acquisition and sale of real estate for the searcher.

#### **Search Fund Formation, Structuring and Acquisitions of Early Childhood Centers; Credit Facility**

Represented search fund in formation, structure and acquisition of early childhood centers throughout the United States. Representation has continued with the acquisition of 25 school locations and associated real estate throughout 2023 with a total value in excess of \$38 million, as well as the closing of a \$37 million credit facility.

#### **Represented Search Fund in Acquisition of Multiple Franchised Businesses**

Represented a micro private fund through its entire life cycle, from fund formation through exit, in the acquisition of nationally recognized franchises of fast food restaurants, automotive service providers and personal services in the Southeastern U.S., Southwestern U.S. and California. Ongoing involvement with the company included corporate formation, business acquisitions, employment agreements, commercial contracts, real estate acquisitions, real estate development and eventual exit from the verticals.

#### **Self-Funded Acquisitions of Early Childhood Centers**

Represented self-funded searchers in the acquisition of early childhood centers in the Midwest and Southeast as well as provide the company with ongoing advice regarding legal compliance.

#### **150+ Acquisitions, Ongoing Corporate Counsel for National Veterinary Clinic Consolidator**

Represent a national veterinary clinic consolidator as its general corporate counsel from its initial stages through multiple private equity recapitalizations, including representing the client in the acquisition of 150+ veterinary clinics across the United States, legal compliance, corporate governance and equity transfers, real estate and leasing, employment, financing, intellectual property and trademarks, immigration, technology contracts and data privacy, and commercial contracts.

#### **Acquisitions, Corporate Counsel for National Consolidator of Medical Aesthetics, Cosmetic Dermatology and Plastic Surgery Clinics**

Represent a consolidator of medical aesthetics, cosmetic dermatology and plastic surgery clinics across the United States as its general corporate counsel, including representing the client in the structuring and acquisition of clinics across multiple states, financing, real estate and leasing, and intellectual property and trademarks.

#### **Acquisitions of Pain Management and Ambulatory Surgery Centers**

Represented acquirer of medical practices and surgery centers specializing in treatment

of pain and spine conditions in the acquisition of pain management and ambulatory surgery centers across multiple states.

**Acquisitions of Veterinary Clinics for Emerging Veterinary Clinic Consolidator**

Represent an emerging veterinary clinic consolidator in the acquisition of veterinary clinics across multiple states.

**\$110 Million Insurance Brokerage Acquisition**

Represented acquired person in \$110 million acquisition in the insurance broker industry.

**\$81 Million Plastics Industry Acquisition**

Represented the acquiring company in an \$81 million acquisition in the plastics industry.

**Acquisition of Digital Giving Platform**

Represented an information management and payment services client in the acquisition of a digital charitable giving platform, which allows users to make donations to faith-based and nonprofit organizations through multiple channels including a mobile app, donation by text, and at kiosks.

**\$850 Million Pet Food Industry Reorganization**

Represented acquiring and acquired persons in an \$850 million reorganization in the pet food industry.

**\$111 Million Construction Industry Acquisition**

Represented acquired persons in a \$111 million acquisition in the construction industry involving industrial building, pipelines, and power and communication lines.

**\$14 Million Purchase of Car Rental Company**

Represented client in acquisition of a family-owned car rental company with nine locations, expanding the client's presence in the Milwaukee, Wisconsin market.

**\$400 Million Recapitalization**

Represented client in a recapitalization transaction. The matter included the client's holding company and all of its affiliates.

**Acquisition of Commercial Electrical Contractor**

Represented client in the acquisition of a commercial electrical contractor. This acquisition supported the company's goal of expanding its service offerings in its core markets.

**Acquisition of Franchise Restaurants**

Represented a private investment firm in its acquisition of franchise restaurant outlets across multiple states. Handled the acquisition agreement and other operative documents, due diligence, franchise documentation and licensing.

**Acquisition of Multiple Franchise Locations**

Represented client in multiple acquisitions of multiple franchise locations.

**Managed Accelerator Program's Onboarding and Capital Investments for Startup Company Participants**

Assisted utility client with onboarding of and capital investments in startup technology companies as part of accelerator program in coordination with a local university and capital investors. Assisted with closing investments in more than a dozen program participants.

