

## Business Representation & Transactions

### AREAS OF CONCENTRATION

#### Business Representation & Transactions

Business Consulting Services  
Business Planning & Formation  
Business Taxation  
Intellectual Property  
Mergers & Acquisitions  
Private Equity / Venture Capital  
Private Placements  
Public Offerings  
Securities Regulation  
Compliance

### PRACTICE CONTACTS

James M. Jansing  
TEL: (513) 579-6439

Edward E. Steiner  
TEL: (513) 579-6468

Mark A. Weiss  
TEL: (513) 579-6599

### RELATED PRACTICES

Evolving Media & Technology Team

Our Business Representation & Transactions Group handles business law matters for all types and sizes of business organizations, including public and private corporations, limited and general partnerships, limited liability companies, and sole proprietorships. Our lawyers frequently serve as outside general counsel to clients and also serve as special counsel for specific needs or projects. The group offers business formation and counseling services, mergers and acquisitions services, and counsel on joint ventures, franchising, and other business expansion alternatives. Our lawyers have decades of experience in private placements, public offerings, and all aspects of securities regulations compliance.

We provide clients with clear, pragmatic advice. Our goal is to maximize our clients' success by delivering sound guidance throughout the course of their business decisions.

### EXPERIENCE

- KMK represented Loth Inc. in the formation of a transportation and logistics company
- KMK represented Miami Systems Corporation in a recapitalization - restructuring of its debt.
- KMK represented a private Christian School in a \$6M taxable Bond financing

### NEWS

- Cheryl S. Scotney Joins Keating Muething & Klekamp's Intellectual Property Group
- Keating Muething & Klekamp Receives National Recognition in "Best Law Firms" Rankings by U.S. News and Best Lawyers
- Keating Muething & Klekamp Is the Top-Listed Law Firm in Ohio and in Cincinnati in a Number of Areas According to The Best Lawyers in America 2012
- Keating Muething & Klekamp Advises Multi-Color Corporation in Connection With Its \$356 Million Acquisition of York Label Group
- Keating Muething & Klekamp Named Top Large Law Firm in Ohio in Business and Transactions Law
- Keating Muething & Klekamp Named a 2011 Leading Law Firm by Chambers USA
- Michael J. Moeddel Named Chairman of the Board of the Greater Cincinnati Sports Corporation
- Keating Muething & Klekamp Named a 2011 "Go-To" Law Firm
- Keating Muething & Klekamp Receives 12 First Tier Rankings in Best Law Firms Survey (Metropolitan Cincinnati) by U.S. News Media Group and Best Lawyers

## Business Representation & Transactions (Continued)

- Keating Muething & Klekamp only law firm ranked #1 in Cincinnati in Corporate Law, Land Use and Zoning Law, and Municipal Law by The Best Lawyers in America 2011
- KMK Elects Four New Partners to Its Litigation and Business Representation & Transactions Groups
- KMK Ranked #1 in Cincinnati by *Best Lawyers in America*; 30 KMK Attorneys Selected for Inclusion
- KMK Lawyers Recognized in 2009 *Chambers USA*
- KMK Attorney Bradford P. Meacham Admitted to Practice Law in Ohio
- KMK Attorney Donald P. Klekamp Recipient of Lifetime Achievement in Law Award

### EVENTS

- Key Issues Facing Boards of Directors: Challenges of Securities Regulation, Risk Management & Liability, Directors Roundtable, August 19, 2009
- Advanced LLC Issues, National Business Institute, August 12, 2009
- Advanced Section 1031 Exchanges, National Business Institute, May 6, 2009

### PUBLICATIONS

- INC Research to Acquire Kendle International for \$15.25 per Share in Cash, *Bloomberg Businessweek* [[www.investing.businessweek.com](http://www.investing.businessweek.com)], May 5, 2011
- Legal Alert: Sunrise Period for .CO Top Level Domain Closes June 10, 2010, June 1, 2010
- Legal Alert: Is Your Company Complying with the "Red Flags" Rule?, May 12, 2010
- Client Alert: KMK Forms Evolving Media & Technology Team to Help Clients Navigate Social Media's Legal and Business Challenges, May 4, 2010
- Therapeutic discovery tax credit = help for small bio companies, *Medcity News*, April 9, 2010
- Legal Alert: Time to Consider Appealing Your Real Property Tax Valuation, January 14, 2010
- Decoding the "Buy American" Provision, *Midwest Real Estate News*, July 9, 2009
- Legal Alert: SEC Approves NYSE Proposal on Broker Discretionary Voting, July 7, 2009
- Legal Alert: 2009 SEC and Other Initiatives Under Consideration, June 1, 2009
- 2009 Executive Compensation Issues and Disclosures Recent Developments in Advance Notice Provisions Reminder About E-Proxy, January 6, 2009
- The Bylaw Groundswell: Advance Notice Provisions in the Wake of CSX, *November 2008 Insights; The Corporate & Securities Law Advisor*, Volume 22 Number 11, December 15, 2008
- Loopholes Provide Activist Securityholders Unfair Advantages in Takeover Contests; How Targets Can Fight Back, *Corporation by Aspen Publishers*, August 1, 2008, *Lexis Nexis Corporate and Securities Webcenter for Expert Commentaries*, July 25, 2008
- Perils of Ambiguous Advance Notice Provisions, *Lexis Nexis Corporate and Securities Webcenter for Expert Commentaries*, July 25, 2008