



Michael J. Moeddel

PARTNER

Keating Muething & Klekamp PLL

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PRACTICES AREAS

Mergers & Acquisitions
Private Placements
Securities Regulation
Compliance
Private Equity / Venture
Capital
Capital Financing

BAR & COURT ADMISSIONS

Ohio
Kentucky
U.S. District Court, Southern
District of Ohio

EDUCATION

J.D., University of Cincinnati
College of Law, 2002;
Corporate Law Fellow, Order
of the Coif

B.A., The Ohio State
University, 1999; *cum laude*

Mr. Moeddel has a breadth of experience in structuring and negotiating complex business transactions and representing businesses on a continuing basis. He has represented both publicly held and private companies in acquisitions and divestitures of existing businesses. Transactions on which Mr. Moeddel has worked include cross-border acquisitions by publicly held companies; the sale of large family-owned enterprises to private equity firms and other sophisticated purchasers; international joint ventures; and strategic alliances. In addition, Mr. Moeddel has worked with a number of distressed businesses and investors in distressed business in structuring investments in and sales of their operations. In the negotiation of acquisitions, he represents clients in all aspects of the transactions, including structuring the transactions, negotiating financing terms and documentation to transitioning the business into a company's existing structure.

Mr. Moeddel regularly represents investors in structuring and negotiating private placements of securities, including venture capital and private equity transactions. He has represented angel investors, venture capital firms, private equity investors and mezzanine lenders in structuring investments in start-up and existing businesses. Mr. Moeddel has also worked with investee companies in negotiations corporate governance, and operational matters.

Mr. Moeddel has worked with clients in public securities offerings and other complex financing transactions. His experience includes the representation of public companies regarding a wide variety of securities issues particular to public companies, including corporate governance matters and compliance with the Sarbanes-Oxley Act. He has also represented shareholders in situations where they are adverse to management.

Mr. Moeddel is an adjunct professor at the University of Cincinnati College of Law and speaks on matters related to corporate and limited liability company law.

REPRESENTATIVE MATTERS

- Represented owners of a closely-held business in the turbine engine component repair business in a sale to a private equity purchaser owned by The Carlyle Group, for undisclosed consideration.

Michael J. Moeddel (Continued)

- Lead transaction counsel representing publicly held company in \$43 million cross-border acquisition of Canadian manufacturer of LED lighting displays.
- Senior associate responsible for representation of bank in divestiture of 13 branches, including approximately \$750 million in deposits and \$350 million in loans.
- Represented client in \$10 million investment in ethanol production facility in exchange for subordinated debt and warrants.
- Served various roles in representation of Fortune 500 client in acquisitions ranging from \$100,000 to \$50 million.
- Senior associate responsible for representation of borrower in negotiation of \$225 million senior secured acquisition financing.
- Served various roles representing institutional lenders in financing of acquisitions, accounts receivable, inventory, real estate, and auto lease portfolios.
- Prepared Registration Statement, Joint Proxy Statement and other securities filings related to registration of \$2.1 billion of stock issued in bank merger.
- Counseled firm clients in underwritten public offerings of corporate debt securities, 144A offerings, and exchange offers.

AWARDS & RECOGNITIONS

- Named to *Ohio Rising Stars*, 2006-2010

NEWS

- Keating Muething & Klekamp Attorneys Recognized in Top 5 Percent of All Lawyers in Ohio
- KMK Elects Four New Partners to Its Litigation and Business Representation & Transactions Groups

SPEAKING ENGAGEMENTS

- Advanced LLC Issues, National Business Institute, August 12, 2009

MENTIONED & QUOTED

- Corporations Practice One Gives Students Real World Experience, *Counselor*, University of Cincinnati College of Law, Winter 2010

PROFESSIONAL AND COMMUNITY INVOLVEMENT

- American Bar Association
- Cincinnati Bar Association, Corporate Counsel Committee
- Kentucky Bar Association
- Ohio State Bar Association, Corporation Law Committee
- Cincinnati Recreation Commission, Commissioner, Vice President
- Elder High School, Board of Advisors
- Greater Cincinnati Sports Corporation, Board of Directors Vice Chairman

Michael J. Moeddel (Continued)

- The Council on Child Abuse, Board of Directors
- Cincinnati Bar Foundation, Grants Committee