



F. Mark Reuter

PARTNER

Keating Muething & Klekamp PLL

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PRACTICE AREAS

Securities Regulation
Compliance
Mergers & Acquisitions
Private Placements
Public Offerings
Private Equity / Venture
Capital
Designing & Implementing
Executive Compensation
Plans & Arrangements

BAR & COURT ADMISSIONS

Ohio

EDUCATION

J.D., University of Notre
Dame Law School, 1996;
cum laude

B.A., University of Notre
Dame, 1992; *magna cum
laude*

Mark advocates for business clients in transactions, proceedings and conflicts governed by federal and state securities regulations. A partner in the firm's business representation and transactions group, Mark applies his experience in securities regulatory matters for the benefit of both publicly traded and privately owned clients in strategic transactions, executive compensation and equity arrangements, corporate governance, reporting, and regulatory proceedings. Mark regularly advises management, boards and their committees, and other stakeholders in mergers and acquisitions, public offerings, follow-on equity offerings, investment grade and convertible debt offerings, private placements, proxy solicitations, corporate governance issues, issues arising under the Dodd-Frank Act, the Sarbanes-Oxley Act, state corporate law, listed company obligations and corporate investigations.

Mark represents American Financial Group, Inc., AtriCure, Inc., Fifth Third Bancorp, Hemagen Diagnostics, Inc., Infinity Property and Casualty Corporation, LSI Industries Inc., Meridian Bioscience, Inc., and Multi-Color Corporation.

AWARDS & RECOGNITIONS

- AV® Preeminent™ Peer Review Rated, Martindale-Hubbell
- Listed in *The Best Lawyers in America*
- Named to *Ohio Super Lawyers*, 2012
- Named to *Ohio Rising Stars*, 2005-2011
- Cincinnati Academy of Leadership for Lawyers, Class VII (2003), Fellow

NEWS

- 48 Keating Muething & Klekamp Attorneys Recognized in 2012 Ohio Super Lawyers and Ohio Rising Stars
- 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

F. Mark Reuter (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

SPEAKING ENGAGEMENTS

- Securities Law Update, Cincinnati Bar Association, November 12, 2009
- Key Issues Facing Boards of Directors: Challenges of Securities Regulation, Risk Management & Liability, Directors Roundtable, August 19, 2009
- Professional Responsibilities of Securities Lawyers, University of Cincinnati College of Law, April 22, 2009 (panelist)
- Considerations for Public Companies Weathering the Current Market Downturn, Cincinnati Bar Association, March 12, 2009
- Corporate Investigations: The Developing Role of In-House Counsel, Keating Muething & Klekamp Seminar, December 12, 2007
- The Nuts and Bolts of Drafting and Negotiating the Acquisition Agreement, National Business Institute, August 22, 2007

PUBLICATIONS

- Legal Alert: JOBS Act Relaxes Rules for Raising Capital, April 2, 2012
- ISS Announces GRId 2.0 and Publishes 2012 Pay-for-Performance Whitepaper, December 21, 2011
- Securities and Exchange Commission Adopts Say-on-Pay, January 27, 2011
- Legal Alert: Securities and Exchange Commission Adopts Proxy Access, August 27, 2010
- Financial Reform Act Triggers Significant New Executive Compensation Requirements, July 21, 2010
- U.S. Senate Passes Consumer Financial Protection Act of 2010, June 2, 2010
- Keeping Current: Securities, *Business Law Today*, January 2010
- SEC Approves Proxy Disclosure Enhancements, December 17, 2009
- Effective and Pending Initiatives for the Upcoming Proxy Season, October 28, 2009
- Comment Letter to Securities and Exchange Commission on Proposal on Proxy Access, August 17, 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
- Annual Report to the Commission - Form 10-K, *Securities Law Techniques*, November 2008
- Registration Under the Exchange Act, *Securities Law Techniques*, November 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

F. Mark Reuter (Continued)

- Comments to the Financial Accounting Standards Board on proposed amendments to FASB Statement No. 5, July 30, 2008
- Significant 2006 Amendments to Ohio Business Organization Statutes, *Corporation by Aspen Publishers*, October 9, 2006

MENTIONED & QUOTED

- INC Research Agrees to Acquire Kendle International for \$232 Million, *CorporateLiveWire.com*, June 6, 2011
- INC Research to Acquire Kendle International for \$15.25 per Share in Cash, *Bloomberg Businessweek* [www.investing.businessweek.com], May 5, 2011
- E-Proxy Disclosures: Do Tinkered Rules Let Institutions Rule?, *Westlaw Business Currents*, February 11, 2010
- Panel: SEC Proposals Overreaction to Financial Crisis, *Cincinnati Business Courier*, August 21, 2009
- Some Top Cincinnati Executives Put Money Where Mouth Is by Buying Own Firms' Stock, *Cincinnati Business Courier*, March 6, 2009, *Cincinnati Business Courier*
- The Pulse, *Mergers & Acquisitions*, November 2008, *Mergers & Acquisitions*
- Counsel Wins Battle in War Over Accounting, *The National Law Journal*, October 13, 2008, *The National Law Journal*

PROFESSIONAL AND COMMUNITY INVOLVEMENT

- Bannockburn Securities, Advisory Board
- Cincinnati Bar Association, Ethics & Professional Responsibility Committee
- Ohio State Bar Association, Corporation Law Committee
- Summit Country Day School, Board of Trustees