

Dan Johnson : Principal & Business Law Solicitor

British : Corporate, Finance & Commercial Lawyer

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Dan Johnson qualified as a Solicitor of the Senior Courts in England & Wales in 1992 (and holds a current practising certificate: S.R.A. No. 155548). Throughout his early career, Dan worked for (and with) a number of major national (and latterly, international) full service commercial law firms (including Eversheds Sutherland, CMS & DLA Piper). He spent nearly a decade as a Partner with significant legal firms in Central London, prior to founding his own Solicitors practice ('Equitable Law') in 2011, through which he now practises as a 'Business Law Solicitor', specialising in a broad range of company, corporate finance & commercial law matters for businesses, their owners, their financial backers (& a wide range of other parties interested in business) across a broad range of sectors.

Dan's English law based legal advice & assistance (while focussed upon the U.K.) frequently has aspects which have international reach, such that Dan is often engaged to act as a professional adviser to globally active clients on a wide range of matters and on a worldwide basis (acting in the role of a flexibly retained 'General Counsel') - thereby advising & assisting with numerous issues of business structuring, financing, trading and general business law (as experienced by clients in their general day-to-day existence, during transformative events, & in other specific transactions/ projects they undertake as part of their business).

Dan advises upon and assists with the formulation and evolution of a myriad of different business management, ownership & profit share structures; and also has considerable involvement in relation to trading and mercantile agreements (of all descriptions) – in particular, in relation to the relevant legally enforceable contract law elements sought to be created. Dan also advises (usually in tandem with clients' established advisers) upon the taxation implications of the arrangements in which he is involved.

Dan always seeks to take a highly practical approach to providing legal advice and assistance, aiming to ascertain the most efficient & cost effective route to take, by the formulation, negotiation, documentation and implementation of 'peace of mind' resolutions to clients' issues – using equitable principles (where appropriate) that aim to produce a fair & reasonable outcome for all. Dan is always open to having initial discussions regarding any matter on a no-obligation basis; and works pursuant to creative & commercial fee charging structures which seek to recognise the 'value added nature' aim of his professional services

AREAS OF PARTICULAR LEGAL EXPERTISE AND FOCUS OF WORK EXPERIENCE

Mergers & Acquisitions ('M & A Deals') Plus Other Business & Corporate Structure Based Transactions

Dan has extensive involvement with both domestic & overseas focussed business transactions, including public & private company acquisitions, sales / disposals, takeovers, mergers, demergers, reorganisations & various other corporate actions (on the buy, sell & intermediary side). Examples of such work include:-

- The acquisition for an American private equity house of the worldwide hose manufacturing operations of a U.K. listed company (a 'FTSE 250' constituent) for a GBP £ *undisclosed eight figure amount* cash and 'stub equity' consideration;
- Acting for a privately owned highly prominent ethnic food manufacturer and distributor with its 'buy and build' programme (prior to the enlarged group being sold for an undisclosed GBP £ *nine figure amount* initial cash and 'earn-out' consideration to a 'FTSE 100' constituent);
- The sale of an actuarial and pensions consultancy (a plc.) to a 'FTSE 100' constituent for a GBP £ *eight figure amount* cash consideration; and
- The acquisition by management (as part of a pre-packaged administration sale and purchase transaction) of the worldwide business and material assets of the world's leading supplier of shipping, ship-broking, communication and documentation software to the maritime industry.

Private Securities Finance (Venture Capital & Private Equity) & Joint Ventures

Dan is widely involved in all aspects of legal work relating to venture capital and private equity funds and (in particular) the making, management / development and realisation of their seed, early & development stage investments; together with their leveraged / management buy-out transactions. Dan also regularly acts for management teams and investee companies in receipt of such finance. In addition, Dan has experience in the formation, evolution and dissolution of joint venture arrangements (using a range of structures and methodologies - as utilised in various jurisdictions). Representative work includes:-

- Acting for a U.K. based management team in relation to the negotiation and documentation of their management buy-out of an emerging economy financed and based property development business, for a deferred stage payment GBP £ *undisclosed nine figure amount* consideration;
- Advising a U.K. Government Research Council backed seed capital fund (intended to encourage development of technologies in the public sector) upon revisions to its structure following receipt of new rounds of L.P. and grant funding which took its asset base to over GBP £25 million;
- Advising a U.K. clearing bank (and its syndicate) with regard to a GBP £ *nine figure amount* development capital investment by a private equity house for a minority interest in a company jointly owned by an extensive consortium of financial institutions; and
- Acting for a management team in the restructuring of the equity financing arrangements of a venture capital fund majority owned worldwide travel business with a EUR €120 million turnover.

Public Securities and Markets Finance (Plus Financial Services Regulation)

Dan has considerable involvement with flotations, IPOs, secondary fundraisings and other arrangements for the admission of securities to trading on public securities markets (both in London and on other global stock exchanges); together with on-going regulatory and transactional advice and assistance to participants in such financial markets (of all descriptions). Work experience & expertise includes:-

- Providing English law advice relating to the flotation on the Johannesburg Stock Exchange (JSE) of the world's first publicly tradable carbon credit derivatives backed security;
- Legal work relating to new admissions, share issuances and transactions by publicly traded companies, including those admitted to trading upon the London Stock Exchange's Alternative Investment Market (AIM) (plus - the London Stock Exchange's Main Market, NASDAQ etc.); and
- Advising and assisting the promoters of various venture capital trusts (VCTs) and enterprise investment scheme (EIS) funds - with their fundraising arrangements, merger transactions, compliance with financial services and markets legislation and the making of their investments.

Debt Finance (Inc. Banking) and Security Arrangements (Plus Restructuring and Insolvency)

Dan has significant involvement with a range of structured finance facilities (with related security arrangements) on behalf of lenders (including several of the U.K.'s largest clearing banks) and other debt finance providers (of all types) - plus extensive experience of acting for borrowers. In addition, Dan frequently advises clients upon corporate (& business / related personal) restructuring and insolvency issues. Representative work includes:-

- A large number of trade and acquisition finance facilities for the London, Mumbai and various other worldwide branch offices of the largest privately owned bank in India (including the finance for the £80m+ acquisition of a well-known tea brand business from a 'FTSE 250' listed company - and subsequent finance for that business' merger with another well-known tea brand business).

Additional Information

- B.A. (Hons.) Law - Durham University (1989). Law Society Finals, College of Law, Chester (1990)
- Resides in Putney, S.W. London; where he is a father to Aleksandr ('Aleks') - Born in 2007.
- Dan's interests outside of work include swimming, road cycling, rock climbing, mountaineering, skiing, sailing, photography, world film, literature, London cultural life, most English / British national sports teams and Chelsea F.C. (Member, pitch owner & intermittent season ticket holder)