

Fisher Broyles

Name: Matthew S. Parrish

Email: matthew.parrish@fisherbroyles.com

Direct: (513) 399-8212

Mobile: (513) 886-4946

Fax: (513) 795-8850

Office: Cincinnati

Practice Areas: Commercial Transactions; Entertainment & Sports; Technology

Bar Admissions: Ohio (1994); Kentucky (1996); District of Columbia (1997)

Education: University of Cincinnati College of Law, J.D. 1994, Law Review; Kent State University, B.A. Political Science 1991, summa cum laude, Phi Beta Kappa

Experience: Kao USA, Inc.; Calfee, Halter & Griswold LLP

Matt helps growing businesses structure, protect, finance, expand, and exit their businesses. Drawing upon his varied experience as a lawyer representing multi-national companies and as an entrepreneur himself, Matt has a first-hand understanding of the demands facing emerging and established businesses and speaks the language of business owners and management teams. Matt's focus is to translate knowledge of the law and best practices into actionable insights that allow businesses to solve problems and exploit business opportunities. Although Matt represents clients in various industries, particular industries of focus for Matt are consumer products, engineered products and services, technology, and entertainment.

Representative Transactions

Matt's work in acquisitions and divestitures of businesses includes the following representative experience:

- Sale of national direct marketing business to a publicly-traded company for approximately \$100,000,000.
 - Sale of approximately 50% of the equity securities of a national automotive equipment manufacturer and distributor to a private equity fund for approximately \$35,000,000.
 - Acquisition of a professional services staffing business for approximately \$30,000,000.
-

- Merger of artificial intelligence-assisted software company with subsidiary of global service provider to the pharmaceutical industry for equity consideration valued at approximately \$25,000,000.
- Sale of stock of Ohio-based industrial pump distributor to strategic buyer for approximately \$20,000,000.
- Sale of automotive parts supplier to a strategic buyer for approximately \$18,000,000.
- Acquisition of assets of a payroll services provider for approximately \$15,000,000.
- Acquisition of a U.S. packaging supply business for a Canadian acquirer for approximately \$4,000,000.

Matt's work in capital market transactions includes the following representative experience:

- Represented financier in extending approximately \$70,000,000 of credit facilities to a borrower in the automotive services industry.
- Represented purchasers in a \$52,000,000 convertible note private offering by a pharmaceutical company.
- Represented borrower in aerospace industry in structuring and securing credit \$35,000,000 in debt financing.
- Represented borrower in the staffing services industry in structuring and securing \$32,500,000 in debt financing.
- Represented non-bank lender in structuring and securing \$30,000,000 of debt and equity financing to fund the lender's reserve and working capital requirements.
- Represented borrower in structuring \$20,000,000 of senior and subordinated debt financing to fund a recapitalization of the company.
- Represented lead purchaser in a \$4,000,000 offering of equity interests in an early-stage technology company.
- Represented a pre-revenue start-up company in the food and beverage industry in structuring and obtaining a \$1,500,000 equity investment to fund commercialization of the company's products.

Presentations and Teaching Experience

Matt is a regular presenter at seminars and is the author of numerous publications commercial and financial transactions, including financial statement preparation and analysis, managing funds in the

Dodd-Frank era, and advanced merger and acquisition techniques. Representative presentations and teaching experience includes:

- "Manufacturing Contracts - Key Provisions", National Business Institute (Jun 2017)
- "Advantageous Uses of Limited Liability Companies", National Business Institute (Aug 2015)
- "Advanced Strategies for Indemnification Provisions in Acquisition Agreements", National Business Institute (Aug 2014)
- "S Corporations in Detail", National Business Institute (Nov 2013)
- "LLC Special Uses", National Business Institute (Nov 2012)
- "The Rise of Equity-Based Compensation Plans", Goering Center for Family & Private Businesses (Dec 2011)
- "Negotiating The Deal", National Business Institute (Sept 2010)
- "Stages of the M&A Process: A High-Level Walk-Through", National Business Institute (Sept 2010)
- "Ethics in Mergers & Acquisitions", National Business Institute (Sept 2010)

Honors and Awards

- The Best Lawyers in America® - Securities and Capital Markets Law, Best Lawyers 2019
- Leading Entertainment Lawyer, Newsweek Magazine 2012
- Leading Lawyer, Cincy Magazine 2013-2018