

Russell Lyons

Partner

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OVERVIEW

Russell Lyons has deep experience in investment services, capital markets, joint ventures, mergers and acquisitions as well as corporate insolvency and reconstructions. He holds a Master of Laws from Cambridge University and is one of a few corporate lawyers who is also a qualified chartered accountant. With this experience, Russell brings a distinctive skill set to bear when acting for large Australian and multinational clients in relation to their corporate and commercial activities.

Russell's grasp of the financial and taxation landscape in which legal issues must be resolved has made him a much sought-after corporate legal adviser.

PROFESSIONAL BACKGROUND

Prior to joining the firm in early 2000, Russell practised at major international and Australian law firms, working out of their London, Hong Kong, and Sydney offices. In addition, Russell was previously an accountant at Price Waterhouse Coopers in its Johannesburg office.

ACHIEVEMENTS

- Recognised by *The Legal 500 Asia Pacific* as a Recommended Lawyer in Australia, 2025
  - Capital Markets
  - Corporate and M&A

ADDITIONAL BACKGROUND

- Public Accountant and Auditors Board (South Africa), 1990

EDUCATION

- LL.M., Cambridge University, 1992

- B.Com, University of the Witwatersrand, Johannesburg, 1989 *(Honours)*

ADMISSIONS

- Supreme Court of New South Wales

LANGUAGES

- Afrikaans

THOUGHT LEADERSHIP *POWERED BY HUB*

- 31 October 2025, Shareholder Disapproval: ASX Proposes Shareholder Approval Requirements for Mergers and Takeovers
- 14 September 2022, Red Tape Around Employment Share Schemes Stripped Back
- 2 April 2020, COVID-19: (Australia) ASIC and ASX Announce Temporary Fundraising Relief for ASX-Listed Entities
- 24 April 2019, Australia and Israel Sign Double Taxation Agreement
- 14 September 2016, Australia's First Listed FinTech Investment Company
- 18 January 2013, On Air: Reliance on Trading Halts Shortsighted

NEWS & EVENTS

- 2 February 2026, Nearly 50 K&L Gates Lawyers Recognized on *Thomson Reuters* Stand-out Lawyers List
- 4 September 2025, K&L Gates Advises Fredon Industries on AU$200 Million Strategic Acquisition by NRW Holdings
- 17 April 2025, K&L Gates Advises on Sale of Jewellery Insurance Business to US Jewelers Mutual Group
- 11 March 2025, Nearly 50 K&L Gates Lawyers Receive Global Recognition in *Thomson Reuters*' Stand-out Lawyers List
- 30 September 2024, K&L Gates Advises Australian Ground Engineering Firm, The RIX Group of Companies on Majority Sale to Italian Construction Firm Ghella
- 10 August 2021, K&L Gates Acts for Dicker Data in AU$68 Million Acquisition
- 03 February 2021, K&L Gates acts for Cluey Limited on IPO and ASX Listing
- 15 July 2020, K&L Gates Acts for Manuka Resources on IPO and ASX Listing
- 6 April 2020, K&L Gates Acts for Identitii Limited on Entitlement Offer

AREAS OF FOCUS

- Capital Markets
- Benefits and ESOPs
- Mergers and Acquisitions
- Private Equity Transactions
- Public Companies

INDUSTRIES

- Apparel and Footwear
- Consumer Goods and Services

REPRESENTATIVE EXPERIENCE

- Acted as counsel in the 100% sale of shares and units in the Jewellers Loop and Q Report jewellery insurance business to an Australian subsidiary of US-based, JM New Holdings, Inc, part of the Jewelers Mutual group. Jewelers Mutual group is an insurance company for jewellery businesses and individuals.
- Acted for Sepel and Mallach families in the sale of all shares in Florabelle Imports Pty Ltd trading d/b/a Florabelle Living, a leading supplier of premium flowers, homewares, and furniture, spanning Australasia, to Anacacia Capital, a leading Australian private equity fund manager.
- Acted for New South Wales, Australia-based EzyCharge Australasia Pty Ltd, a mobile phone charging stations for hire throughout Australia, in relation to the sale of the majority shares to INFORICH Inc (TYO: 9338).
- Acted for Gernis Holdings Pty Ltd ATF Gernis Trust in relation to the sale of all of the shares in 4Cabling Pty Ltd to New South Wales-based private equity firm Five V Capital. 4Cabling Pty Ltd is one of Australia's leading providers of ethernet cables, server racks, and electrical accessories.
- Advised Sydney-based PrimaryMarkets Limited in relation to its AUD24 million merger with San Francisco-based Linqto, Inc. which was the "merger of equals" and was conducted in accordance with the Takeover provisions and procedures in Chapter 6 of the Corporations Act in which we advised Primary Markets on the structuring and implementation of the transaction from origination to completion.
- Advised Wingate Group Holdings Pty Ltd, a Melbourne, Australia-based investment manager, on an AU$30 million capital raising which was conducted via direct and intermediate trust offerings of multiple classes of security.

- Advising UCW Limited, an ASX-listed entity operating in the private education sector, on the acquisition of a 100% interest in the IKON Institute of Australia, a private higher education, international education and vocational education provider.
- Advised the Share Prices Australia Group in relation to the sell down of shares by one of its shareholders. New South Wales, Australia-based Share Prices Australia Group provides stock market research, trading recommendations, advisory services, managed investments, IPOs, and capital raising.
- Represented Probiotic Solutions Pty Ltd in the acquisition by Carnot Investments Pty Ltd ATF Perkins Family Trust (a shareholder) of all the shares in Probiotic held by the other shareholders, Remy Advice (Aust) Pty Ltd ATF Abes Family Trust and BJ Kat Pty Ltd ATF Stoker Family Trust.
- Acted for Permobil, Inc., a leading global company of advanced rehab technology, on its acquisition of Orbit One Limited, a New Zealand incorporated distributor of wheelchair and assisted movement devices.
- Advised Group Homes Holdings Pty Ltd in relation to the partial sell down by two of its shareholders. New South Wales, Australia-based Group Homes Holdings Pty Ltd is a specialist provider of a variety of aged care services and housing.
- Acted for New Quantum Holdings Pty Ltd regarding its acquisition of 80% of Morrison Securities Pty Ltd from Sequoia Financial Group (ASX: SEQ). New South Wales, Australia-based Morrison Securities Pty Ltd specialises in providing white labelled trading solutions to AFSL holders such as financial planners, financial advisors, banks, building societies, and trading educators.
- Assisted Gleneagle Securities (Aust) Pty Ltd, an industry-leading foreign exchange broker with operations based in Australia and overseas, in a de-merger into two separate entities via debt, share sale, and asset swap arrangements.
- Represented Fusion Markets Pty Ltd in a corporate restructure that involved a scrip-for-scrip rollover and selective share buy-back. Fusion Markets is an online foreign exchange platform headquartered in South Yarra, Australia.
- Acted for AIMS Property Securities Fund (ASX: APW), an investment fund based in Sydney, Australia, in its capacity as target in an off-market takeover bid.
- Advised New Quantum Holdings Pty Ltd regarding a bid implementation and business combination agreement to implement the off-market takeover offer for all of its shares by Canna-Global Acquisition Corp (NASDAQ: CNGL).
- Advised Navigator Health Holdings Pty Limited in relation to an investment by Heal Partners Fund, a private equity fund based in the Cayman Islands. New South Wales, Australia-based Navigator Health Holdings Pty Limited is a provider of technology, medical support, and other services to the compensable injury and private health sectors.
- Advised Manuka Resources Limited (ASX:MKR) in its acquisition of all of shares in the New Zealand-based vanadiferous titanomagnetite iron ore producer Trans-Tasman Resources Limited via the issue of 176,938,295 shares in MKR.

- Advised Cheap Thrills Cycles Pty Ltd in the sale of shares to Universal Store Holdings Limited (UNI:ASX). New South Wales, Australia-based Thrills is a designer, retailer, and wholesaler of youth fashion clothing and accessories.
- Represented Australia-based Graceful Heritage Pty Ltd on its acquisition of the remaining 25% of the interests in Sydney's Mid City Shopping Centre that it did not already own from the Lendlease managed Australian Prime Property Retail Fund, which included advising on the due diligence, stamp duty and other tax advice, acquisition and loan documents.
- Acted for a capital market company in its acquisition of a financial advisory firm.
- Advising Permobil Inc, a Swedish advanced rehabilitation technology company, on the acquisition of Durable Medical Equipment Ltd (now Permobil New Zealand Ltd),a New-Zealand based complex rehabilitation equipment supply company.
- Acted for Bux global Limited in relation to a potential IPO on the ASX.
- Represented a private investment management company on its joint investment in the nation’s largest private co-working facility provider known as Hub Australia.
- Acted for Sequoia Financial Group Limited in its acquisition of Morrison Securities Pty Ltd.
- Represented an Australia-based national events business in its restructuring and partial sale to a foreign venture capital acquirer as part of a global events sector consolidation.
- Advising Australis Holdings Pte Ltd, a Singaporean company, on the acquisition of Impact Training Institute Pty Ltd, a Registered Training Organisation.