

Todd R. Southwell

Partner

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OVERVIEW

Todd R. Southwell is a partner in the firm's Mergers and Acquisitions and Private Equity practice groups. His areas of focus include mergers and acquisitions, private equity and venture capital transactions and general corporate representation matters. Todd is directly involved in all phases of transactions and business counseling matters, including management and board discussions, initial planning, structuring, negotiations, document drafting and implementation. He is regarded as a seasoned deal lawyer and business advisor by clients.

Private Equity and Mergers & Acquisitions Transactions: Todd has extensive experience representing both US and non-US private equity firms, portfolio companies, strategic and corporate entities, venture capital funds, family offices and individuals with acquisitions, divestitures, add-ons, mergers, roll ups, buyouts, exchange and tender offers, takeovers, leveraged buyouts, strategic alliances, capital raises, corporate reorganizations and restructurings, and joint ventures.

General Company Representation: Todd also works closely with clients on their day-to-day governance, general corporate, new venture and business-related matters. This entails contract drafting and negotiation, governing document preparation, directors' duties, corporate governance, disclosure issue advice, compliance matters and board and manager assistance.

Todd is engaged by companies and business owners of all sizes in a variety of industries. Among the industries in which Todd has substantial transactional and business advisory involvement are the agriculture, airline, container, energy and utilities, financial institution, food and beverage, insurance, logistics, manufacturing, medical and healthcare, plastics and synthetic materials, processing and software and technology.

PROFESSIONAL BACKGROUND

Prior to joining the firm, Todd was a member of the corporate practice groups for an international firm and regional firm where he focused on mergers and acquisitions, private equity and venture capital transactions and general corporate representation matters.

ACHIEVEMENTS

- Named to Illinois Rising Stars list
- Leading Lawyers, 2017, 2018, and 2020

PROFESSIONAL / CIVIC ACTIVITIES

- Association for Corporate Growth Private Equity and Mergers and Acquisitions Committee
- Association for Corporate Growth Annual Food and Beverage Conference Co-Chairman
- Chicagoland Food and Beverage Network
- PRO | Presidents Resources Organization
- Winnetka Hockey Club, Board Member

SPEAKING ENGAGEMENTS

- Speaker, “Corporate Considerations on Strategic Location and Investment Strategies for Japanese Companies in the U.S.,” Japan Institute for Overseas Investment (JOI), Tokyo, Japan, 11 September 2024
- Speaker, “Corporate Transparency Act and Current US M&A Trends,” Japan Institute for Overseas Investment (JOI), Tokyo, Japan, 11 September 2024
- Speaker, “Investing in the High-Tech Industries in the U.S.,” K&L Gates and Chinese National Federation of Industries (CNFI), Taipei, Taiwan, 10 September 2024
- Speaker, “Investing in the Semiconductor Industry in the U.S.,” K&L Gates and Chinese National Federation of Industries (CNFI), Hsinchu, Taiwan, 9 September 2024
- Roundtable Speaker, "M&A Trends in Food and Beverage," *Association for Corporate Growth Chicago,* 11 May 2021

EDUCATION

- LL.M., The George Washington University Law School, 1998
- J.D., University of Illinois at Chicago School of Law, 1997
- B.S.B.A., University of Dayton, 1993

ADMISSIONS

- Bar of Illinois
- United States District Court for the Northern District of Illinois

THOUGHT LEADERSHIP *POWERED BY HUB*

- 4 November 2025, Sharing Is Daring: Shared Services Agreements and Operator Liability

OTHER PUBLICATIONS

- “Joint Ventures: A Primer.” Co-Author of article that was published in the Middle Market Edition of the SRR Journal.

NEWS & EVENTS

- 26 January 2026, K&L Gates Advises SFOOD Inc. and S Foods USA Inc. on Strategic Acquisition of Old World Provisions and OWP Boston, Facilitating Entry into the North American Market
- 19 September 2025, Strategic Investment Pathways: Taiwan's Role in the Changing US Market
- 10 September 2024, Investing In the High-Tech Industries in the US Seminar
- 9 September 2024, Investing in the Semiconductor Industry in the US Seminar
- 8 September 2021, K&L Gates Assists Sungwoo Hitech in Identifying, Selecting, and Securing Incentives for Tennessee Facility, Company's First U.S. Location
- 27 February 2020, K&L Gates Advises Maven Wave on Acquisition by Atos, Creating Strongest Google Cloud Services Portfolio Available
- 1 May 2018, K&L Gates Boosts Corporate/M&A and Private Equity Practices With Los Angeles, Chicago Partner Additions

AREAS OF FOCUS

- Mergers and Acquisitions
- Emerging Growth and Venture Capital
- Healthcare and FDA
- Private Equity Transactions

INDUSTRIES

- Consumer Goods and Services
- Energy
- Financial Services
- Food, Beverage, and Agribusiness

- Hardware and Semiconductors
- Healthcare
- Life Sciences
- Manufacturing
- Oil and Gas
- Private Equity
- Technology

REPRESENTATIVE EXPERIENCE

- Represented the equity owners in the sale of Midwest Fiber, Inc. d/b/a Midwest Fiber Recycling; Confidential On-Site Paper Shredding, LLC; Midwest Fiber, Inc. of Decatur; Midwest Fiber Recycling of Peoria, Inc.; and Midwest Fiber Recycling of Terre Haute, Inc. to a private equity firm.
- Represented Hewitt Agribusiness Pty Ltd, an Australian cattle and agribusiness, in its acquisition of the stock of Oasis International Services, Inc. an international food and meat broker and services company.
- Represented Building Material Distributors Holdings, Inc. in the acquisition of the equity of Doors for Builders, Inc., a provider of wood entry doors and wine cellar doors.
- Represented Hewitt Agribusiness Pty Ltd, an Australian cattle and agribusiness, in the acquisition of NPC Processing Inc., a meat, food, and beverage manufacturer and processor, and related real estate.
- Represented LS Electric America, Inc. in the acquisition of MCM Engineering II, Inc. and accompanying real estate.
- Represented (i) Dallas, TX-based Apex Dental Partners LLC, a dental support organization, in the acquisition of the assets and assumption of certain liabilities of Strive Dental Management Inc. and (ii) DDS Associates of Texas, PA in the purchase of the stock of Strive Dental Partners of Texas, PLLC.
- Advise equity holders of an international container and logistics company on the restructuring of its board of directors and business expansion initiatives.
- Representation of a venture capital backed solar energy technology company in multiple rounds of equity offerings.
- Representation of managers in the preparation of documentation for EB-5 private placement offerings.
- Represented Chapter 7 Trustee of Knight-Celotex, LLC, an $80 million building supply manufacturer, in its liquidation proceedings before the US Bankruptcy Court for the Northern District of Illinois.
- Represented Official Committee of Unsecured Creditors in In re Giordano's Enterprises, Inc. (Bankr. N.D. Ill.).

- Representation of a home goods retailer in the proposed acquisition of a furniture and entertainment goods retailer.
- Representation of a public company and its subsidiaries in the proposed sale of several non-US-based utility subsidiaries and divisions.
- Representation of an international company in the proposed acquisition of the assets of a US-based plastics and synthetics resin manufacturer out of bankruptcy.
- Representation of a public medical device manufacturing company in its proposed multi-billion-dollar merger of another public medical device and instrument manufacturing company.
- Representation of a public company's financial subsidiary in the capital investment of a manufacturing company.
- Representation of an international financial institution in the acquisition of another financial institution's derivatives and institutional trading practice.
- Representation of the group of partners in a risk consulting practice that was being sold by an international public accounting firm.
- Representation of a public company's financial subsidiary in the capital investment in an educational materials company.
- Representation of a dental device manufacturer in the acquisition of dental-related assets from a patent development company.
- Representation of an automotive parts supplier in its acquisition of an after-market motorcycle parts manufacturing and supply company.
- Representation of a railroad logistics company in the acquisition of a trucking logistics company.
- Representation of an international technology company in the acquisition of a defense industry software development company.
- Representation of an exercise equipment and product distributor in the acquisition of a fitness equipment company.
- Representation of a railroad logistics company in the acquisition of an intermodal logistics company.
- Representation of a public company in the sale of its bicycle manufacturing subsidiary.
- Representation of a public oil and energy exploration company in its strategic acquisition/merger of another public oil and energy exploration company.
- Representation of a public company's financial subsidiary in the acquisition of a baked goods supply, processing and distribution company.
- Representation of a grain and ingredient manufacturer in the sale of assets to a strategic buyer.

- Representation of an international food processing company in the sale of its US potato processing subsidiary.
- Representation of the subsidiary of a public airline in the take private/merger, through a tender offer, of a public internet-based technology company.
- Representation of a company in the multi-billion-dollar take private of an international natural resources, paper and manufacturing company.
- Representation of a private equity firm and its portfolio company in the sale of multiple portfolio company in the container and logistics industries to an international private equity firm.
- Sale of the largest online tie and clothing accessories company to a private equity firm.
- Representation of an international logistics, processing, and data-processing holding company in its proposed sale to strategic and private equity buyers.
- Representation of a public energy company and a number of its subsidiaries in the sale of several international energy subsidiaries to a private equity firm.
- Advise private equity firm on the board, management, and officer structure of thirty-nine portfolio companies under its management.
- Representation of an international bank, private equity firms, and hedge funds in the restructuring and acquisition of a manufacturing holding company and its subsidiaries.
- Representation of a private equity firm in the proposed acquisition of a movie theater company.
- Representation of a private equity firm in the acquisition of the assets of an armored car company out of bankruptcy.
- Representation of a private equity firm in the acquisition of an entertainment production company.
- Representation of a private equity firm and its portfolio company in the sale of the portfolio company's software subsidiary to a software and technology company.
- Representation of a private equity firm in the proposed capital investment in a regional insurance agency company.
- Representation of a private equity firm in the proposed capital investment in an insurance brokerage company.
- Representation of a private equity firm in the proposed acquisition of a national insurance surety company.
- Representation of a private equity firm in the acquisition of a national insurance agency company.
- Representation of a private equity firm in the proposed acquisition of a national insurance casualty company.
- Represented a private equity firm in the sale of an ancillary vehicle protection products and services company to a private equity firm.

- Representation of a private equity firm in the acquisition of a national insurance claims company.
- Represented a private equity fund in the sale of a leading provider of vehicle service contracts.
- Representation of a private equity firm in the capital investment in a glass manufacturing company.
- Representation of a private equity firm in the multi-billion-dollar acquisition of an automobile component business.
- Representation of a private equity firm in the capital investment in a hospital/medical facilities company.
- Representation of a private equity firm in the capital investment in a medical care provider company.
- Representation of the seller of a private hydro-power production company in the sale of the company to a private equity firm.
- Sale of a landfill products and equipment supply company to a private equity firm.
- Representation of a private equity firm in the sale of its keg leasing business to a private equity firm.
- Representation of a pre-packaged food processing company in its sale to a private equity firm.
- Representation of a hospitality company in the proposed joint venture with a hotel operator and hospitality company.
- Representation of an international private equity firm in the redemption of equity, sale of equity and restructuring of its logistics platform.
- Representation of a family office in its investment in an opportunity zone investment company.
- Representation of PM Mold in the acquisition of the assets of TNT Plastics Inc., a custom and specialty plastic mold injection company.
- Representation of Advanced Diamond Technologies, Inc. in the sale of its industrial business to an international private equity firm.
- Representation of an international mining equipment manufacturer and producer of the mining division of a public company.