



ROBERT M. BARNES

Senior Counsel
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BIOGRAPHY

Rob Barnes represents publicly- and privately- held businesses and private equity funds in connection with mergers and acquisitions, capital-raising transactions, securities law compliance, corporate governance and general business matters. He has particular experience representing companies in the transportation, financial services, consumer products and agriculture industries.

Mr. Barnes is listed in *Chambers USA*, Corporate/M&A (2011-present); *The Best Lawyers in America*®, Corporate Law and M&A (2008-present) and Kansas City Lawyer of the Year, M&A (2015); *Ingram's Best Lawyers in Kansas City* (2009-present); and *Missouri and Kansas Super Lawyers* (2007-present). He also serves on the Board of Directors and Finance Committee of Starlight Theater, Inc.

AREAS OF FOCUS

- Data Centers & Digital Infrastructure

CIVIC INVOLVEMENT & HONORS

- *Chambers USA*, Corporate/M&A (2011-present)
- *The Best Lawyers in America*®, Corporate Law and M&A (2008-2023) and Kansas City Lawyer of the Year – M&A (2015 and 2022)
- *Ingrams*, Best Lawyers in Kansas City (2009-present)
- *Missouri/Kansas Super Lawyers* (2007-present)
- Frequent speaker on corporate governance and mergers and acquisitions
- *Washburn Law Journal*, Editor in Chief
- Board of Directors and Finance Committee, Starlight Theatre, Inc.

ADMISSIONS

- Missouri, 1983

EDUCATION

Washburn University, J.D., 1983

University of Kansas, B.A., 1980

RELATED CAPABILITIES

- M&A & Corporate Finance
- AdTech
- PropTech
- Real Estate
- Corporate

- Financial Institutions
- Agribusiness
- Food & Beverage
- Restaurants, Pubs & Clubs
- Finance
- Energy Transition
- Food & Agribusiness

EXPERIENCE

Mergers and Acquisitions

Mr. Barnes' mergers and acquisitions experience includes:

- tax-free spinoff of national less-than-truckload carrier
- sale of publicly-traded company in industrial services business
- sale of registered investment adviser to national private equity fund
- sale of agricultural supply business to national private equity fund
- sale of active sportswear business to publicly-traded company
- sale of less-than-truckload carrier to national private equity fund
- sale of specialty insurance business by publicly-traded company
- sale of specialty software business to publicly-traded company
- sale of national distribution business to private equity fund
- sale of logistics businesses by private equity fund
- purchase of numerous less-than-truckload carriers and logistics companies by publicly-traded company
- purchase of numerous registered investment adviser firms
- purchase of liquor distillery business by publicly-traded company
- purchase of numerous industrial services businesses by publicly-traded company

- purchase of grain trading and agricultural retail business by national private equity fund

Securities

Mr. Barnes' securities law experience includes:

- initial and follow-on public offerings of stock, as issuer's and underwriter's counsel
- representation of public company in private investment in public equity (PIPE) transaction
- representation of investor group in going-private transaction
- representation of special committee in going-private transaction
- representation of public companies in stock buyback arrangements
- representation of public companies with respect to activist investor matters and shareholder proposals
- representation of public company with respect to proxy advisory firms
- representation of issuers and executives in connection with 10b5-1 trading plans
- proxy statements for shareholder meetings
- 1934 Act reports on Forms 10-K, 10-Q and 8-K and with respect to Section 16
- general securities law compliance, financial reporting, investor relations and stock exchange listing matters
- private placements of debt and equity in venture capital and private equity transactions

Corporate Governance and General Business

Mr. Barnes' corporate governance and general business experience includes:

- serving as in-house general counsel for publicly-traded company in industrial services business
- serving as outside general counsel for national less-than-truckload carrier
- advising boards of directors and management on strategic alternatives, fiduciary duties, governance and disclosure issues, takeover defense, shareholder relations and best practices
- advising on risk assessment matters and litigation management
- advising on succession planning and board and management performance evaluations

- advising on executive compensation matters for companies and executives
- advising businesses on numerous commercial and contract matters

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