



## **ROBERT JOHN LYSTAD**

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### **BIOGRAPHY**

Rob Lystad focuses his practice on advising public and private companies, private equity sponsors, ESOPs, and others in connection with mid-market domestic and international mergers and acquisitions, leveraged buyouts, spin-offs and carve-outs, joint ventures, and other strategic transactions. Rob also regularly counsels his clients with respect to corporate finance transactions, corporate governance, and complex commercial transactions.

Rob takes a practical and service-oriented approach to his clients' legal issues. He focuses on understanding his clients' businesses and legal concerns in order to provide effective solutions. With his extensive experience in various transactions, Rob often acts as outside general counsel for privately-held companies that are experiencing growth.

With respect to employee stock ownership plans (“ESOPs”), Rob regularly advises trustees, stockholders, and companies in the utilization of ESOPs for shareholder liquidity, including, the sale of stock to ESOPs, the sale of ESOP-owned companies, the utilization of ESOPs as mechanism to accomplish strategic acquisitions, and other finance transactions. Rob also advises ESOP-owned companies on fiduciary matters, corporate governance and go-forward operations.

With respect to complex commercial matters, Rob provides strategic advice and counsel regarding the commercialization of products and services and the negotiation of various domestic and international agreements for clients in various industries, including food and beverage, financial technology, creative advertising, and professional services.

## PROFESSIONAL AFFILIATIONS

- State Bar of Georgia – International Law Section, Executive Committee
- Technology Association of Georgia – FinTech Society, Steering Committee Member
- BayPay Atlanta – Host Partner
- The ESOP Association – Member
- National Center for Employee Ownership – Member

## ADMISSIONS

- Georgia, 2005

## EDUCATION

Mercer University, J.D., *cum laude*, 2005

North Georgia College, B.S., 2002

## RELATED CAPABILITIES

- M&A & Corporate Finance
- Start-Up & Venture Capital Practice
- ESOP
- ERISA & ESOP

- Fintech
- Commercial Transactions
- Corporate
- Finance
- Payment Systems
- Agribusiness
- Food & Beverage
- Restaurants, Pubs & Clubs
- Cryptocurrency & Digital Assets
- Healthcare & Life Sciences
- AdTech
- Food & Agribusiness

## EXPERIENCE

### Recent Representative M&A Matters:

- Represented a French publicly traded home networking company in connection with its carve-out acquisition of the home networking business of a US-based publicly traded company.
- Represented a 100% ESOP-owned, Houston based industrial distribution company in connection with its sale to a publicly traded company.
- Represented an Ohio-based advanced materials manufacturer in connection with its serial bolt-on acquisitions of various companies engaged in the manufacture of high-precision small parts and extreme surface finishes.
- Represented a family-owned coal ash beneficiation company in connection with its sale to an international, publicly traded company.
- Represented the venture capital arm of an international food and beverage company in connection with various early-stage investments in consumer-facing beverage companies.
- Represented a Netherlands-based producer of potatoes and related products in connection with its sale to a US-based publicly traded company.
- Represented the portfolio company of an Atlanta-based private equity fund in connection with various bolt-on acquisitions.
- Represented an Atlanta and Icelandic-based telehealth company in connection with a venture-capital investment by a leading telehealth/health-tech fund.

- Represented an institutional ESOP trustee in connection with its acquisition of 100% of the stock of a North Carolina based logistics company.
- Represented a French-owned and US-based electrical distribution company in connection with its acquisition of an Ohio-based electrical distributor.
- Represented an institutional ESOP trustee in connection with the partial redemption and acquisition of the remaining stock of an Ohio-based custom molding supplier to the automotive industry.
- Represented an Atlanta-based coffee and tea provider in connection with a merger and recapitalization transaction.
- Represented a national medical practice in connection with its establishment of a management services organization, recapitalization, and partial sale to a newly formed ESOP.
- Represented a California-based marketing services company in connection with its recapitalization and second-stage ESOP transaction.
- Represented an Ohio-based advanced materials manufacturer in connection with its acquisition of an ESOP-owned manufacturer of cemented tungsten carbide solutions.
- Represented an Atlanta-based private equity fund in connection with various financing and platform acquisitions in the aerospace, defense, and communications verticals.
- Represented a management team in connection with a management buy-out via ESOP, including the private placement of notes and warrants to partially fund the transaction, pursuant to which the company was sold to a newly created ESOP, with the management team retaining warrants and synthetic equity.
- Represented a Missouri-based pipe and cabling manufacturer with respect to its sale to a newly created ESOP.
- Represented a New York-based professional staffing company with respect to its sale to a newly created ESOP and subsequent second-stage ESOP transaction.
- Represented a gift and loyalty card program manager in its sale of substantially all of its assets to an international payment processor.
- Represented a California-based technology and professional staffing company with respect to its spin-out of select technology assets and subsequent sale to a newly created ESOP.
- Represented a California-based licensee of intellectual property in connection with its acquisition of assets and licensing of intellectual property related to an internationally

recognized specialty consumer product brand from a private equity sponsor.

- Represented a Georgia-based telehealth company with regard to its recapitalization and subsequent acquisition of an Icelandic-based medical device manufacturer.
- Represented the trustee of an ESOP-owned company in its sale of substantially all of its assets to a strategic acquirer.
- Represented an Indiana-based payment facilitator and processor of credit and debit card payments to government agencies with regard to the sale of 100% of its stock to a private equity-backed strategic buyer.
- Represented the leading provider of mobile payment solutions to municipalities and parking providers around the world, with regard to its contribution of key assets and establishment of a joint venture with the largest US operator of private parking facilities.
- Represented the institutional trustee of an ESOP with regard to the merger of a partially ESOP owned Southeastern-based insurance brokerage company with and into a publicly traded strategic buyer.
- Represented an Atlanta-based commercial printer in a management buy-out and recapitalization transaction.
- Represented the leading provider of mobile payment solutions to municipalities and parking providers around the world with regard to its reorganization and recapitalization transaction involving an international, publicly traded automobile manufacturer and its related technology-centric subsidiaries.
- Represented the Carolinas franchisee and the Arizona and New Mexico franchisee of an international, publicly traded party supply company in each franchisee's sale of assets back to its franchisor.

### **Recent Representative Commercial Matters:**

- Represented a California-based licensee of intellectual property in connection with its acquisition of an exclusive 20 license of an internationally recognized consumer goods brand.
- Represented a consortium of investors with regard to a joint venture transaction with a strategic partner to acquire a license to grow medical cannabis in the State of Georgia.
- Represented an Atlanta-based beverage co-packer in connection with various inbound and outbound supply, license, and related strategic agreements.

- Represented an emerging financial technology company in connection with its commercialization of technology in South America, India, and Africa.
- Represented an internationally recognized toy manufacturing company in regard to its engagement of an international planning and buying agency.
- Represented a California-based licensee of intellectual property in connection with its negotiation of distribution and sales representative agreements throughout the world.
- Represented a provider of gas and oilfield logistics services in connection with its negotiation of a joint venture relationship and corresponding services agreements.
- Represented an emerging mobile phone accessory manufacturer in regard to its engagement of a celebrity endorser/influencer.
- Represented two New Jersey-based casinos in their implementation of payments solutions in connection with their establishment of online gaming platforms.
- Represented an Athens-based emerging technology company in corporate formation, successful accelerator exit, and commercialization transactions with regard to its authentication technology for use in the financial services sector.
- Represented an Atlanta-based emerging technology company in commercialization of its payments switching technology.
- Represented a nationally recognized luxury retailer in its refresh of its in-store and online payments platforms, including its branded payment card programs.
- Represented a loyalty card program manager in its acquisition of physical and virtual prepaid card inventories.
- Represented an internationally recognized, publicly traded toy manufacturing company in regard to its creative advertising transactions, including creative and development and planning and buying (US and international) engagements with both large holding-company structured advertising agencies and boutique advertising agencies.
- Represented a nationally recognized, publicly traded quick service restaurant in regard to its creative and advertising transactions, including creative and development and planning and buying engagements.
- Represented the Americas subsidiary of an international food and beverage company in regard to its product development and supply engagements.

## RELATED INSIGHTS

News

Jan 15, 2025

**BCLP advises Vantiva in the sale of its Supply Chain Solutions business to Variant Equity Advisors**

News

Sep 20, 2024

**BCLP successfully advises on the \$1 billion sale of Mott Corporation to IDEX Corporation.**

News

Oct 10, 2023

**BCLP advises Vantiva (formerly Technicolor) in its acquisition project of CommScope's Home Networks division**

News

May 25, 2022

**BCLP advises Ocado Group on its proposed acquisition of Myrmex Inc.**

International law firm BCLP is advising UK listed Ocado Group (Ocado), the UK-based technology company providing end-to-end online grocery fulfilment solutions to some of the world's largest grocery retailers, on its proposed acquisition of materials handling robotics start-up Myrmex Inc. (Myrmex) for approximately €10.2 million. This follows Ocado's previous acquisition of a minority stake in Myrmex in October 2020.