



JOHN E. ROYER, JR.

MANAGING PARTNER

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BIOGRAPHY

John E. Royer, Jr. is the Managing Partner of RCCB and a member of the Corporate & Business, Employment and International Groups. He brings more than 35 years of business and corporate law experience to his clients, for whom he frequently serves as outside general counsel. He focuses his practice primarily on mergers and acquisitions, financings, and other business and corporate law transactions, of which he has handled hundreds during his career, as well as counseling emerging growth technology and life science companies, middle-market and family-owned businesses, and their executives and investors. His practice encompasses a broad range of business transactions, including mergers and acquisitions, corporate restructurings, private equity and venture capital transactions, debt and equity offerings, licensing and technology contracting, fund formation and partnership and limited liability company operating agreements, in addition to a wide variety of business and commercial agreements and general business legal counseling.

Client Experience

- Multiple middle-market buyout private equity funds in numerous platforms and follow-on acquisitions
- Several family offices in a variety of business and real estate transactions
- Numerous medical device and other life sciences companies in multiple financing, commercial, and M&A transactions
- Industry leader in envelopes, labels, and commercial print distribution in a number of middle-market M&A transactions as a buyer or seller

HONORS

- Pennsylvania Super Lawyers, Mergers & Acquisitions, 2016-Present
- Chambers & Partners USA, Corporate/M&A & Private Equity, 2021-Present
- Philadelphia Business Journal, Best of the Bar, 2019

EDUCATION

J.D., Villanova University Charles Widger School of Law, 1988

- *Villanova Law Review*, Member B.A., University of Virginia, 1985

ADMISSIONS

Pennsylvania

COMMUNITY & PROFESSIONAL

- Turnaround Management Association - New York City Chapter
- American Bar Association, Member
- Pennsylvania Bar Association, Member

REPRESENTATIVE MATTERS

MERGERS AND ACQUISITIONS AND DEBT AND EQUITY CAPITAL TRANSACTIONS

- Represented an HVAC company and its CEO and President in its sale to private equity for nearly \$75 million in cash and rollover equity.
- Represented the CEO, President and COO in the further sale of the HVAC company by the first private equity firm to another private equity fund for nearly \$400 million. Continue to represent the HVAC company in a number of bolt-on acquisitions ranging in value from \$2.5 million to \$23 million.
- Represented the owner/developer of a 51 story, 755 room dual-branded hotel in closing on nearly \$250 million in construction financing from four different lending sources, including traditional construction financing, mezzanine financing, a PIDC HUD 108 loan and EB-5 funds. Also represented the client in a refinancing and a number of loan modifications and amendments, as well as the negotiation of various design, development, construction and hotel and restaurant management agreements.
- Represented a consulting services and software solutions provider in the clinical trial industry in its exit sale to a private equity-backed strategic acquirer for \$55 million in cash and rollover equity.
- Represented a medical device company in the sale of assets related to its commercialized products to a private equity-backed medical device company for \$160 million.
- Represented a medical device company from formation, through multiple rounds of preferred equity and convertible debt financing aggregating more than \$35 million, through the sale of the company to a large strategic for up to \$160 million in upfront and milestone payments.
- Represented a provider of compliance and advisory services to registered funds and wealth managers and its sole owner in connection with the sale of the company to a global provider of governance, risk management and compliance and technology solutions to the asset management industry for consideration of approximately \$30 million.
- Represented a private equity fund in its purchase of a courier and logistics company in a transaction valued at \$35 million. Additionally represented the fund and portfolio company in the strategic stock purchase acquisition of another national courier and logistics company for consideration of approximately \$45 million, and subsequently in a number of bolt-on acquisitions for consideration ranging from \$2.1 million to \$20 million.
- Represented a private equity fund in connection with its investment of an aggregate of \$45 million in several rounds of preferred equity in a real estate technology company and in connection with establishing a \$100 million senior and mezzanine credit facility for the portfolio company and amending and restating the credit facilities to approximately \$250 million.

- Represented a multi-generational family-owned meatpacking business in the sale of its plant-based meat substitute facility and related assets for approximately \$15 million.
- Represented a private equity fund in connection with its control investment in a motorcycle leasing company, which investment involved multi-tranche preferred equity investments and senior and mezzanine credit facilities providing up to \$100 million in capital in the aggregate.
- Represented a private equity fund in connection with its acquisition and follow on preferred equity investments aggregating approximately \$40 million in a construction supply and financing company, and the provision of a senior and mezzanine credit facility to the company for up to \$50 million in debt capital.
- Represented a private equity fund in connection with its control equity investment of \$10 million in a manufactured home finance company, and the provision of a senior and mezzanine credit facility to the company for \$50 million in aggregate of debt capital.
- Represented a private equity fund in its purchase of a wealth management firm with a web-based portfolio management tool in a transaction valued at \$12 million.
- Represented a private equity firm in connection with multiple control preferred equity investments in franchise and multi-unit concept businesses.
- Represented the lead investor of a wealth management firm in his initial investment in the firm and subsequent exit upon the sale of majority control of the firm to a well-known aggregator of wealth management firms.
- Represented a pharmaceutical sales training company in its merger with a life sciences marketing firm in a transaction valued at \$16 million.
- Represented a strategy and leadership advisory firm in the sale of substantially all of its assets to an international consulting and executive search firm for consideration in excess of \$12 million.
- Represented a cable and wire manufacturer in its \$33 million ABL credit facility with a national bank.
- Represented a voice and data telecommunications provider in the acquisition of a competitor in a transaction valued at approximately \$5 million.
- Represented a mobile devices solutions provider in its sale to a large strategic purchaser for approximately \$5 million in upfront and earn-out payments.
- Represented an urgent care medical center management company in connection with a joint venture transaction valued at approximately \$7.6 million.
- Represented a behavioral health software company in connection with several debt and equity investments including a secured credit facility of up to \$5 million.
- Represented a lead investor of a pharmaceutical and life sciences sales training solutions provider in the company's sale to a private equity fund for \$33.5 million.
- Represented one of the lead investors of a growing fast-casual restaurant chain in multiple rounds of preferred equity financing aggregating over \$60 million.
- Represented a well-known investor and philanthropist in his purchase of all of the outstanding equity interests in the holding company that owned the assets of the Philadelphia Inquirer, the Philadelphia

Daily News, and Philly.com.

- Represented a leading global provider of custom labels, envelopes, commercial print, content management and publisher solutions, in connection with a number of acquisitions and dispositions of various businesses for consideration ranging from \$5 million to \$55 million.
- Represented the owners of several luxury auto dealerships in connection with the dealerships' sale of substantially all of the assets including real estate to a large auto dealership chain for approximately \$23 million.
- Represented NewSpring Franchise in the closing of a growth equity investment to fuel the Mid-Atlantic expansion of Federal Donuts. Federal Donuts is looking to add dozens of new locations throughout the Mid-Atlantic region and beyond after receiving a growth equity investment from Radnor-based NewSpring.
- Represented a sole owner of an independent provider of chief compliance officer and advisory services to registered funds and wealth managers in connection with the sale of his equity to a global provider of governance, risk management, and compliance and technology solutions to the asset management industry for consideration of approximately \$30 million.

PRACTICE FOCUS

- Mergers & Acquisitions
- Business & Commercial Transactions
- Private Equity & Venture Capital
- Debt & Equity Financing Transactions
- Fund Formation
- Licensing & Technology Transactions
- Employment & Consulting Agreements
- Corporate Governance
- Corporate Restructurings
- Business Formation
- Partnerships & LLCs
- General Business & Corporate Counseling

INDUSTRIES

- Emerging growth
- Technology
- Life sciences
- Business and residential services, including HVAC and logistics

- Internet & e-Commerce
- Financial services, including financing businesses, and asset management

NEWS

Legally Israel 100 League Tables Places RCCB at an Elite Level Among Israel Practices Internationally
Firm News, *Legally Israel 100 League Tables*, April 29, 2024

RCCB and 3iCO Launch Joint Venture
Firm News, *RCCB*, April 3, 2024

Best Lawyers in America Recognizes Six Practices in New York and Pennsylvania in its "Best Law Firms"
Report for 2024
Firm News, *Best Lawyers®*, November 2, 2023

Corporate/M&A & Private Equity Practice Recognized in 2023 Chambers USA Guide and Four Attorneys
Named Among Leaders
Firm News, *Chambers USA Guide*, June 7, 2023

ROYER COOPER COHEN BRAUNFELD (RCCB) ANNOUNCES FOURTEEN 2023 PENNSYLVANIA SUPER
LAWYERS® AND RISING STARS®
Firm News, *Super Lawyers*, June 5, 2023