



Sean P. Kearney

SHAREHOLDER

Minneapolis

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Services

Private Equity

Mergers & Acquisitions

Business & Tax Planning

Sean has served as lead counsel on hundreds of merger and acquisition transactions in a wide variety of industries. His practice primarily focuses on representing private equity funds, strategic buyers, entrepreneurial sellers, and management teams on mergers and acquisitions transactions. He currently serves as co-chair of the firm's Private Equity Group and is the past co-chair of the Mergers & Acquisitions Group.

In addition to his mergers and acquisitions (M&A) practice, Sean often serves as outside general counsel to privately held entities and provides advice over their life cycle from formation, to capital raising, to joint ventures and exit.

Sean is consistently recognized as a market leading M&A lawyer in Minnesota with a top ranking in Chambers USA, America's Leading Lawyers for Business and other similar recognition by BTI Client Service All-Stars, Super Lawyers, and Best Lawyers in America.

Prior to practicing law, Sean's professional background included working as a tax attorney at Deloitte. Sean previously served as the Chair of the firm's Tax Group. Sean is active in the management of Fredrikson, currently serving on its Board of Directors and previously serving on its partner Compensation Committee.

Experience

- Represents Audax (a leading national middle market PE Fund) with over 600 transactions completed to date in a wide variety of industries.
- Represented a protective equipment manufacturer in a \$1.1B sale to a PE Fund.
- Represented a big-box retailer in a sale to KKR with a reported value in excess of \$1.2 billion.
- Represented the management team in a \$750M sale of a Midwest-based consumer products company to a California-based PE Fund.
- Represented a New York-based PE fund in a \$500M sale of a telecom infrastructure business.
- Represented more than 100 sellers with transaction sizes from \$5M to \$1.5B, in a wide variety of industries, and with the buyers being leading strategic and financial buyers for mid-market and lower mid-market companies.

- Represented a PE Fund in the acquisition and sale of an industrial services and transportation company with a \$425M enterprise value.
- Represented a Twin Cities-based software company in a \$350M sale transaction.
- Represented a Midwest family business in a \$250M sale of an industrial supply company to a US subsidiary of a Japanese publicly-traded entity.
- Represented a leading boutique investment bank in its sale to BMO Capital Markets.
- Represented a Texas-based management team of a franchise model business in a \$225M sale to a PE Fund.
- Represented a New York-based independent sponsor on multiple transactions with an aggregate value in excess of \$300M.
- Represented a Midwest PE Fund in a \$150M acquisition of a consumer products company from an ESOP.
- Represented a California-based PE Fund in a \$150M acquisition of a national retailer.
- Represented a California/New York-based PE Fund in a \$130M sale of an advertising business to a public company.
- Represented a Washington, D.C.-based franchisor in its sale to a leading sponsor backed franchise holding company with an entity value in excess of \$100M.
- Represented a Wisconsin-based management team of a health care services business in multiple transactions with successive PE buyers with an entity value in excess of \$100M.
- Represented a Minneapolis-based PE Fund in its sale of a distribution business to an East Coast PE Fund with an entity value in excess of \$80M.
- Represented a Minneapolis-based low tolerance manufacturing business in its sale to a Midwest PE Fund with an entity value in excess of \$75M.
- Represented a Boston-based PE Fund in its acquisition of a niche industry consulting firm with an entity value in excess of \$50M.
- Represented a Texas-based ESOP Trustee in the \$40M acquisition of a North Carolina-based business consulting firm.

Credentials

Education

- University of Minnesota Law School, J.D., 1993, *cum laude*
- University of Wisconsin - Madison, B.B.A. in Finance, 1990

Admissions

- Minnesota, 1993

Recognition

- *Minnesota Lawyer* POWER 30 Top M&A Attorney, 2023
- Super Lawyer—Mergers & Acquisitions, *Minnesota Super Lawyers*, 2003, 2005-2007, 2012-present
- BTI Client Service All-Star, 2019
- Ranked in *Chambers USA*—Band 1 Mergers and Acquisitions
- The Legal 500 M&A Powerlist – USA Region
- *The Best Lawyers in America*, Leveraged Buyouts and Private Equity Law, 2021-present
- *The Best Lawyers in America*, Mergers and Acquisitions Law, 2018-present
- *The Best Lawyers in America*, Tax Law, 2014-present
- Top Business and Commercial Lawyer, *Minnesota Law & Politics*
- Super Lawyer, *Minnesota Super Lawyers*

Civic & Professional

Professional Activities

- American Bar Association, Business Law Section, Committee on Mergers and Acquisitions
- Minnesota State Bar Association
- Hennepin County Bar Association
- DealLawyers.com Advisory Board
- University of St. Thomas Law School, Former Adjunct Professor

News

Firm News | 02.22.2023

Fredrikson Earns Top Law Firm Rankings in PitchBook's 2022 Annual Global League Tables

Firm News | 01.26.2023

Six Fredrikson Shareholders Among *Minnesota Lawyer's* POWER 30 M&A Attorneys

Firm News | 12.21.2022

Fredrikson Represented Carlson Private Capital Partners in its Investment in Thermo Systems

Firm News | 10.20.2022

Fredrikson & Byron Announces Results of 2022 Board Elections

Firm News | 03.10.2022

Fredrikson & Byron Earns Top Law Firm Rankings in PitchBook's 2021 Annual Global League Tables

Firm News | 01.14.2022

Fredrikson & Byron Represents Stone-Goff Partners in its Sale of Centerline Communications

Firm News | 01.12.2022

Fredrikson & Byron Represents Altasciences in its Acquisition of Sinclair Research

Legal Updates

Legal Update | 12.18.2015

Explosion of Representation & Warranty Insurance in the Lower Middle Market

Publications & Presentations

Quoted in "Another Strong Year for Private Equity," *Finance & Commerce*, April 16, 2021

Panel Moderator, *We Know a Thing or Two Because We've Seen a Thing or Two: Insights into Late Cycle Investing from Seasoned Veterans*, ACG Minnesota 2019 Upper Midwest Capital Connection, June 11, 2019

Earnouts: Nuts & Bolts, DealLawyers.com Webcast, February 13, 2019

"Explosion of Representation & Warranty Insurance in the Lower Middle Market," *Deal Lawyers*, January-February 2016

Panel Moderator, *Partnering with Private Equity: How to Create Value*, ACG Minnesota 2015 Upper Midwest Capital Connection, June 9, 2015

Panelist, *The Increasing Supply of Capital Flowing into the Lower End of the Middle Market*, ACG Minnesota 2014 Upper Midwest Capital Connection, June 10, 2014

Panelist, *Private Equity Strategies*, Joint Event for the Collaborative and the Association for Corporate Growth, Minneapolis, MN, April 9, 2014

Doing Private Equity Deals, Minnesota State Bar Association Business Law Institute, May 8, 2013

Panel Moderator, *Strategies for Add-On Acquisitions*, ACG InterGrowth 2011, San Diego, CA, March 21-23, 2011