John C. McGowan

Partner

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PRACTICES Investment Management, Mergers and Acquisitions, Corporate Strategic M&A, Capital Markets and Securities, Private Equity, Corporate, Debt and Equity Financing, Distressed M&A, Franchise and Distribution, Food, Beverage and Restaurant, Healthcare Transactions and Regulatory, Precision Medicine and Digital Health, Technology Mergers and Acquisitions, Portfolio Companies and Investors

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John McGowan is a partner in the Corporate Practice Group of Haynes and Boone with more than 10 years of experience in acquisitions, divestitures, securities transactions and other complex corporate matters. Prior to law school, John was a consultant with Arthur Andersen and an analyst with Goldman Sachs' wholly-owned real estate subsidiary. During law school, John was an assistant vice president at Texas Capital Bank, where he originated and underwrote corporate and real estate loans.

John has experience in various corporate transactions, including:

- Negotiating mergers and acquisitions of both assets and stock of publicly and privately held companies, including portfolio companies of private equity funds.
- Assisting clients in buy-outs and recapitalizations.
- Representing issuers in offerings of equity, debt and convertible securities.
- Structuring and forming business entities, including corporations, partnerships and limited liability companies.
- Representing clients in private placements of securities and venture capital financings.
- Assisting clients in general corporate matters.

QUALIFICATIONS

EDUCATION

- J.D., Southern Methodist University Dedman School of Law, 2003, *cum laude;* Staff Editor, *SMU International Law Review Association;* Phi Delta Phi
- M.P.A., The University of Texas at Austin, 1995
- B.B.A., The University of Texas at Austin, 1995

ADMISSIONS

- Texas

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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- State Bar of Texas

SELECTED CLIENT REPRESENTATIONS

- The WhiteWave Foods Company in the $195 million acquisition of So Delicious Dairy Free from Wasserstein & Co and existing shareholders.
- The WhiteWave Foods Company in its $600 million acquisition of the organic food brand, Earthbound Farm, from its existing shareholders, Kainos Capital and founders Drew and Myra Goodman.
- The Curotto-Can, Inc., known for its automated carry can that mounts to the forks of a commercial front loader, in its stock sale to The Heil Co. d/b/a Environmental Solutions Group.
- SunTx Capital Partners in its sale of Huron Inc., an automotive industry part manufacturer.
- Meisel Photographic Corporation in the sale of substantially all of its assets to a wholly-owned subsidiary of R.R. Donnelley & Sons Company.
- Skid-O-Kan, Co., a waste management company, in the sale of substantially all of its assets.
- The sellers in the sale of ownership in Curves International, Inc. and Curves for Women II, L.C. to Curves International Holdings, Inc. and NCP-CW Corp., respectively. Curves is the largest fitness club franchise in the world.
- Ruby Tuesday, Inc. in its $24 million acquisition of the assets, including intellectual property rights, the assets of seven company owned restaurants and royalties from five franchised restaurants, of Lime Fresh Mexican Grill, Inc. and its affiliates.
- MSC Holdings, Inc. in its merger with and into Patriot Supply Merger Sub, Inc., a subsidiary of Patriot Supply Intermediate, Inc.
- The seller in their sale of 100 percent of the stock of Chemguard, Inc. to Central Sprinkler Company, a subsidiary of Tyco International.
- Parallel Petroleum Corporation in the sale of the company to Apollo Management VII, L.P.
- A publicly-traded energy company in its purchase of non-operated Eagle Ford Shale working interests for $120 million.
- United Rentals, Inc. in several acquisitions and dispositions of equipment rental companies throughout the United States.
- Dean Foods Company in its multiple acquisitions of various dairy assets.
- Unified Growth Partners, LLC, through its acquisition company in a strategic roll-up of multiple advanced care veterinary facilities around the United States.
- Corriente Advisors in its investment in a publicly-traded pharmaceutical company.
- A private equity fund in structuring a waste management joint venture.
- A private equity fund in its acquisition of a controlling interest in a producer of high-quality value-added strawberry products for the industrial and food service markets.
- A private equity fund in its acquisition of a regional leader in the Gulf Coast U.S. in providing environmental remediation and industrial services including demolition, hazardous waste disposal and transportation.
- A gaming manufacturer in connection with its issuance of preferred securities and subordinated notes to a private equity fund.
- An oilfield services company in the sale of its assets to a publicly-traded company.
- A private equity fund in its acquisition of an environmental remediation company.
- A non-controlling equity holder in the buy-out and recapitalization of an aviation parts manufacturer.
- A private equity fund in multiple financings of a telematics company.
- Affordable Residential Communities, Inc. in its acquisition of NLASCO, Inc.

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- CIC Partners, a private equity firm, in its disposition of the steel drum reconditioning business of IFCO Industrial Container Systems.

AWARDS AND RECOGNITIONS

- Recognized in *The Best Lawyers in America*, Woodward/White, Inc., 2023-2024
- Selected for inclusion in *Texas Super Lawyers Rising Stars*, Thomson Reuters, 2010-2013, 2022

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