

Spencer H. Newman

ASSOCIATE



Spencer's Profile

Spencer is an Associate in the Firm's Corporate Section and a Member of the Securities Regulation & Corporate Finance Practice.

He focuses his practice on advising middle-market private companies through all aspects of business transactions, with a particular emphasis on mergers, acquisitions, and joint ventures. Spencer also counsels business clients in entity formation, restructuring strategies, and private equity and debt financings, among other areas involving general corporate law.

Spencer earned his J.D., magna cum laude, from the University of Mississippi School of Law, where he served as an editor of the Mississippi Law Journal, as Vice Chairman of the Moot Court Board, as a competitor in the Pace National Environmental Law Moot Court Competition, and as a member of the Dean's Leadership Council. Spencer received the Tom Mason Trial Advocacy Award from the American Board of Trial Advocates and authored two academic publications while in law school. He is a Huntsville native and holds a B.A. in History from Mississippi State University.

Spencer's Experience

Mergers and Acquisition Experience:

- Acted as M&A counsel to a government defense contractor in the sale of its stock to a private equity investor for \$92MM with a Type-F Reorganization, subordinated seller financing, and earn-out adjustments.
- Represented a government defense contractor in the sale of its stock to a private equity investor for \$120MM through a reverse triangular merger.
- Acted as M&A counsel to an engineering and technology company in the sale of its stock for \$76MM to a private equity investor after a Type-F Reorganization.

Contact

T 205.779.2386

snewman@maynardcooper.com

ASSISTANT

Catherine Roote

croote@maynardcooper.com

256.512.5732

RELATED INDUSTRIES/SERVICES

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- Represented a broadband provider in the \$15MM acquisition of fiber network assets from a municipality.
- Represented an engineering services company in its acquisition of an engineering support company for \$2.2MM.
- Represented a private equity group in the sale of a majority interest of its portfolio company in the telecommunications space.
- Advised a cybersecurity firm in its sale of equity and negotiation of shareholder earn-outs.
- Represented a majority shareholder in the sale of stock through a reverse stock split.
- Represented a national concert production company in the acquisition of the assets of a ticketing software company.

General Corporate Experience:

- Represented a private equity fund in its strategic restructuring of eleven portfolio companies in preparation of a \$100MM debt financing.
- Represented a national concert production company in the restructuring of its five affiliates.
- Manage NDA program for a San Francisco based private equity firm with AUM in excess of \$6B.
- Advise clients in private offerings and Regulation D requirements.
- Regularly advise clients on entity formation, restructuring strategies, and contract negotiation.

Spencer's Awards

- Best Lawyers: Ones to Watch for Corporate Law (2023)

Spencer's Affiliations and Civic Involvement

- Rotaract Club of Huntsville

Bar Admissions

State Bar: Alabama, Tennessee

Education

- University of Mississippi School of Law
 - (2018, J.D., magna cum laude)
- Mississippi State University
 - (2015, B.A., History, cum laude)