Joshua M. O'Bryan

Partner

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400 West Market Street
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Louisville, KY 40202

Industries

Finance

Practice Areas

Private Equity & Venture

Commercial Finance

Corporate Law

Fund Formation & Management

Investment Management

Mergers & Acquisitions

Private Funds & Investment Partnerships

Securities & Corporate Governance

Bar Memberships

Kentucky

Josh is a transactional attorney who works closely with private equity firms, financial institutions, investment advisers and other private business clients on a broad range of matters, including M&A transactions, roll-ups and other business combinations, divestitures, fundraising and corporate governance compliance. He is also a member of the FBT Gibbons' Partner Compensation Committee.

Josh's Relevant Experience

Corporate Matters

Josh regularly advises sophisticated business clients, and their boards of directors, in various matters, including:

- Transactional and fundraising matters, including equity and debt offerings
- Mergers, acquisitions and divestitures
- Securities compliance and reporting
- Corporate governance and fiduciary obligations

Fund Formation and Regulation

Josh also regularly advises private investment fund sponsors with formation, capital raising, compliance and ongoing regulatory reporting. Fund clients include:

- Private equity funds
- Real estate funds

- Tax lien funds
- Alternative asset funds

Entrepreneurs, Start-ups & Closely Held Companies

Josh also assists entrepreneurs, start-ups and larger, closely-held companies with general business and corporate matters, including:

- Entity selection, formation and organizational matters, including operating agreements, shareholder agreements, and buy-sell agreements
- Private placements and offering memoranda
- Acquisitions, dispositions and joint-ventures
- Governance and other general corporate matters

Representative Matters

Josh's representative matter experience includes:

- Advised bank holding company in connection with a control share offering
- Advised private equity firm in development of "plug and play" corporate governance program for newly-acquired portfolio companies
- Assisted nationally-recognized seafood QSR brand in sale of entire franchise
- Advised multiple Advised medical imaging center in a multi-stage asset liquidation
- Assisted major telecommunications company to go public through a reverse merger transaction with a public shell company
- Advised a $1 billion home health provider in "going private" two-step tender offer transaction
- Advised home health provider in its registration of a $200 million debt offering and subsequent SEC debt registration and exchange
- Advised clients in the combination of two SEC registered investment advisers

- Advised underwriter in a bank's registration and sale of a $30 million debenture offering
- Assisted multiple real estate investment fund sponsors with fund formation and capital raising matters

Other Info About Josh

Education

University of Louisville, Brandeis School of Law, J.D./M.B.A., 2008, *magna cum laude* (J.D.), *with distinction* (M.B.A.)

University of Kentucky, B.S./B.B.A., Economics (B.S.), Marketing (B.B.A.)

Recognition

The Best Lawyers in America®, Mergers and Acquisitions, 2024-2027; Corporate Governance, 2027

Legal 500 US City Elite – Kentucky, Corporate and M&A, 2026

Kentucky Rising Stars®, 2013-2016

Professional Affiliations

American Bar Association

Kentucky Bar Association

Louisville Bar Association

Civic Activities

American Red Cross, Kentucky Chapter, Board Member

Bingham Fellows, Class of 2025 (Leadership Louisville Center)

Kentucky Bar Association, Business Law Section, Past Chair

Leadership Louisville, Class of 2017 (Best Class Ever)

St. Albert the Great School, Past Board Member

Personal Counseling Service, Inc., Past Board Member & Board Chair

Legal Aid, Volunteer Lawyer Program, volunteer

Junior Achievement, "Real Jobs Real World' program, volunteer

Jefferson County Public Schools, "Every 1 Reads" program, volunteer

Firm Committees

Compensation Committee, Member

Major Publications

Co-Author: "SEC Issues Long-Awaited Private Fund Adviser Rules ," *Frost Brown Todd*, September 2023

Co-Author: "SEC Proposes Rule Changes for Private Fund Advisers," *Frost Brown Todd*, July 2022

Author: "Webinar: Environmental, Social and Corporate Governance (ESG) – Overview,." *Frost Brown Todd,* December 2020

Featured Articles

Surplus Proceeds, Not Fair Market Value: Supreme Court Sets the Just Compensation Baseline for Tax Sales

Regulatory Snapshot for Private Fund Managers

Navigating Private Equity in Manufacturing

SEC Issues Long-Awaited Private Fund Adviser Rules

SEC Proposes Rule Changes for Private Fund Advisers

Webinar: Environmental, Social and Corporate Governance (ESG) – Overview

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