



**Partner**  
**Chair, Securities Group; Chair, Mergers & Acquisitions Group**

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**Industries**

Financial Services  
Manufacturing

**Practices**

Securities  
Mergers & Acquisitions  
Corporate and Business

Graham Laub focuses on representing buyers, sellers, and shareholders in all types of mergers and acquisitions (both public and private transactions); representing companies in financing transactions; corporate governance matters; representing issuers and security holders in public and private offerings of securities; and public reporting with the Securities and Exchange Commission and other securities laws compliance issues. Gray also regularly advises clients on a wide variety of commercial arrangements, such as software licensing agreements, SaaS agreements, distribution agreements, employment and executive compensation arrangements, and joint ventures.

**Education**

J.D., with honors,  
Rutgers School of Law -  
Newark, Order of the  
Coif, 1997  
B.A., Foreign Affairs,  
University of Virginia,  
Jefferson Scholar,  
Echols Scholar, 1991

Gray regularly represents Fortune 500 companies, large nonprofit companies and institutions, middle market companies, family-owned businesses, and entrepreneurs and their start-ups in both transactional and corporate governance matters.

**Representative Experience**

- Represented a large multinational corporation in the sale of its refrigerant business.
- Represented a large non-profit health insurance company in the sale of a worker's compensation insurance company to a publicly-traded property and casualty insurer.
- Represented a private corporation in the acquisition of the assets of a FinTech company.
- Represented the owners in the sale of a toy business to a large private equity firm.
- Represented a large publicly-held professional services company in the sale of a multinational consulting business.
- Represented the founders in the sale of a privately-held data services business to a large information services company.
- Represented a publicly-traded company in the acquisition of the stock of a privately held Canadian SaaS company.
- Represented a large publicly-held energy company in the asset sale involving the spin-off of a retail division.

**Bar Admissions**

Pennsylvania, 1997

- Represented a private high-tech manufacturing company in a private equity investment and sale of control transaction.
- Represented a global professional services company in the purchase of an employee benefits business.
- Represented the acquirers of the major Philadelphia daily newspapers.
- Represented the acquirers of over a dozen Friendly's Ice Cream restaurants.
- Represented a publicly-held bank in reorganizing into a bank holding company and concurrent stock and cash merger with another publicly-held bank holding company.
- Represented the selling shareholders in the sale of a customs broker to a private equity portfolio company.
- Represented a private company in a stock and cash merger that created the largest association of independent truck leasing companies in the United States and Canada.

#### **Client Successes**

- Philadelphia Inquirer, Daily News and Philly.com Acquisition

#### **Professional and Community Activities**

- Former Chair, Business Law Section, Philadelphia Bar Association
- Former Chair, Securities Regulation Committee, Philadelphia Bar Association
- Former Chair of Mergers and Acquisitions Committee, Philadelphia Bar Association
- American Bar Association
- Association for Corporate Growth
- Co-chair, Philadelphia Region Selection Committee of the Jefferson Scholars Foundation
- Signature Chef Gala, March of Dimes (2008-2013)

#### **Speeches and Presentations**

- Co-host, "2015 Securities Litigation & Regulatory Update Webinar," Securities Regulations Committees of the Philadelphia Bar Association and the New Jersey State Bar Association, November 17, 2015.
- Co-presenter, Ethical Issues in Mergers and Acquisitions: Problems Facing In-House Counsel, DELVACCA's Corporate and Securities CLE Institute, Philadelphia, PA, September 4, 2014.
- Presenter, Hot Topics in Cybersecurity, RR Donnelley SEC Hot Topics Institute, Philadelphia,

PA, September 17, 2014.

- Presenter, SEC Hot Topics: Recent Pennsylvania Cases, Mergers & Acquisitions Panel, RR Donnelley Annual Hot Topics Institute, Philadelphia, PA, September, 2012.
- Presenter, SEC Hot Topics: Matrixx and Other Cases Involving Materiality, RR Donnelley Annual Hot Topics Institute, Philadelphia, PA, September, 2011.
- Speaker, "Financial Fraud CLE Program," Pennsylvania Bar Institute, 2010.
- Course Planner, "Due Diligence in Business Transactions CLE," Philadelphia Bar Association, 2010.
- Panel moderator, "Public Company Compensation Disclosure Update: An Update on the SEC's Guidance in Response to the 2007 Proxy Season and Issuers' Responses," 2007.
- Faculty member, "Fundamentals of PA Business Corporation Practice," 2007.

#### **Professional Recognition**

- Named 2010 Committee Chair of the Year by the Business Law Section of the Philadelphia Bar Association.

#### **NEWS / EVENTS**

##### **Press Releases**

- Allentown Financings Win Bond Buyer Northeast Deal of the Year

##### **Articles**

- Dilworth's Graham Laub, Tajah Patel, and Jared Leon Handled the Corporate Work, and John Schmehl and Stephanie Searles Assisted on the Tax Issues Related to Airgas-Refrigerants, Inc. Recent Sale to Hudson Technologies, Inc.

##### **E-Alerts**

- Dilworth Paxson Partner Graham Laub to Co-Moderate 2016 Securities Litigation and Regulatory CLE on November 10
- Dilworth Paxson Partner Graham Laub to Speak at The Corporate Securities Forum on September 27
- Dilworth Paxson Represents Nerd Street Gamers in its Recently Announced Transactions

##### **Events**

- Social Networking Breakfast Series



GRAHAM R. LAUB