



Barry

Barry L. Fischer
Partner

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Chicago
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MY SERVICES

Corporate Finance & Securities
Corporate Law
Mergers & Acquisitions
Commercial Finance & Banking
Private Equity Transactions
Technology Transactions

EDUCATION

University of Michigan Law School, J.D., 1993
Certificate of Merit
International Law Society
Environmental Law Society
Northwestern University, B.A., 1990
Four-Year National Merit Scholarship Winner
University of Sussex, , 1989
Studied History and International Relations, part of
Northwestern University exchange program

ADMISSIONS

Illinois

I get to know my clients and their business to position them in deals favorably and help them meet their goals while mitigating risks.

overview

With over three decades of experience handling complex transactions, Barry Fischer guides public and private companies and individuals in domestic and cross-border deals.

Buyers, sellers, issuers, borrowers and lenders rely on Barry's responsive, steady advisement in all stages of business purchases and sales. Adeptly handling mergers and acquisitions, securities-related transactions and multifaceted corporate matters, Barry helps clients in a range of industries—including manufacturing, retail, financial services, software and emerging businesses—pursue growth and economic success while steering clear of potential pitfalls.

Barry frequently serves as an internal team member for clients. He provides informed counsel and crafts shrewd strategies when corporate control of a business is at stake, including in takeovers and activist-shareholder situations. Additionally, he negotiates and creates commercial agreements of many kinds. Simultaneously keeping an eye on both the details and the big picture, Barry conducts due diligence reviews for sellers and buyers, creates efficient deal structures and orchestrates the financial and accounting aspects of the matters.

Drawing on a broad knowledge base and familiarity with many types of businesses and transactions, Barry identifies issues early and takes appropriate steps to help clients take advantage of opportunities while staying compliant with regulations and minimizing their tax exposures. Borrowers appreciate his insights into what lenders and investors are seeking in a deal partner, and banks and other institutions value his keen financial acumen and deep experience with venture capital issues.

Barry particularly enjoys assisting non-institutional, closely held and family businesses through transaction processes that are often unfamiliar to them. He communicates in clear, understandable terms and ensures those he represents are kept apprised at every step so they can make decisions that best fit their objectives.

experience

- Represented a 75-office automobile insurance brokerage agency in its sale of substantially all of its assets to a subsidiary.

- Represented a privately held designer, manufacturer and distributor of heads-up display units to a Canadian-based military contractor. Major issues included structuring a transaction under which founders/management, a foreign venture capital investor and approximately 100 other shareholders received differing types of consideration, as well as government contracting issues.
- Represented the Special Committee of a publicly traded hotel real estate investment trust in connection with its sales for approximately \$900 million, including analysis of possible alternate transaction structures and review and drafting of related Proxy and Information Statement.
- Represented client in the formation a joint venture to manufacture Germanium crystals for solar cells, including drafting of operating agreements, loan agreements (and subsequent restructuring of those loan agreements) and working with patent counsel on freedom to practice issues regarding the technology.
- Represented several foreign private issuers with Rule 144A/Regulation S global note offering in Europe and North America (including restructuring the company into a Dutch corporation), ranging from \$150 million to \$300 million and the subsequent related SEC-registered exchange offers for notes and registration of associated warrants and securities compliance (including review of Forms 20-F and 6 K).

affiliations

- Chicago Bar Association
- Chicagoland Chamber of Commerce, Technology Growth Committee

recognitions

- Listed in The Best Lawyers in America (by BL Rankings) for Corporate Law, 2024-2025
- Listed in Illinois Super Lawyers (by Thomson Reuters), 2014-2018

publications

- **"Changing Aspects and Challenges of Today's Due Diligence Process in Domestic and Foreign Deals" (Chapter)**
Inside the Minds-- Business Due Diligence Strategies (Thompson Reuters), 2011 Edition

in my free time

I love baseball. I live five blocks from Wrigley Field in Chicago and hold season tickets for the Cubs. I'm also a car enthusiast. I recently bought an old Porsche convertible and enjoy track racing. Cooking is another favorite activity. I make a lot of Asian dishes and was baking sourdough bread before the pandemic.