

## Dustin J. Daniels

MEMBER

Grand Rapids

[danielsd@millerjohnson.com](mailto:danielsd@millerjohnson.com)

T 616.831.1737



Dustin J. Daniels is the chair of Miller Johnson's Mergers & Acquisitions practice group. Mr. Daniels' practice focuses primarily on private-company M&A transactions. He is a recognized leading national advisor for Mergers & Acquisitions, Leveraged Buyouts and Private Equity Law, and Closely Held Companies and Family Businesses Law.

### Mergers and Acquisitions (M&A)

Mr. Daniels has represented clients in hundreds of private-company merger and acquisition transactions involving billions of dollars of transaction value. His transaction experience ranges from private-equity acquisitions, auction sale processes, distressed transactions, corporate carveouts, management buyouts and cross-border transactions. He understands and appreciates all of the intricate details necessary to successfully execute a merger and acquisition transaction in a professional manner.

### Private Equity

Mr. Daniels has advised numerous private equity funds and non-committed fund sponsors in their platform and add-on business acquisitions. He possesses extensive experience solving legal issues

### Practice Areas

- [Business and Corporate](#)
- [Corporate Finance](#)
- [Mergers and Acquisitions](#)
- [Family Owned Business and Closely Held Companies](#)

### Education

- J.D. summa cum laude, Michigan State University College of Law, 2010
- B.S., Michigan Technological University, 2005

### Bar Admissions

- Michigan, 2010
- Wisconsin

unique to financial acquirers, such as successful positioning in competitive auction processes, transaction tax strategies, equity incentive plans, representation and warranty insurance, debt financing, roll-over equity and strategies (and funding considerations) for purchase price adjustments, earnouts and seller financing.

Mr. Daniels' representative M&A transactions for private-equity clients include:

- Represented Speyside Equity in its platform acquisition of Ashland Foundry and Machine Works, Inc., West Coast Foundry, Inc. and Dynatek Machine, Inc.
- Represented Altus Capital Partners in the add-on acquisition of Tech Molded Products
- Represented Pondera Holdings in its investment in CandyCo.
- Represented Speyside Equity in its platform acquisition of Shanahan's Limited Partnership and add-on acquisition of McGregor & Thompson Hardware Ltd.
- Represented Concurrence Capital in its platform acquisition of Mission Design & Automation, LLC
- Represented Pondera Holdings in its investment in Whisker
- Represented Altus Capital Partners in its sale of Prism Plastics, Inc. to Marmon Engineered Components Co.
- Represented TRM Equity in its investment in Elyria Foundry, Gamma Aerospace, Innovative Hearth Products; National Railway Equipment Co. and Wellman Dynamics



- Represented Dune Glass Capital in its investment and formation of healthcare platforms Allied OMS, BGS Alliance, LifeFlow Partners and Phase I Equity
- Represented Pondera Holdings in its investment in Heggerty
- Represented Altus Capital Partners in the sale of MGC Diagnostics Corporation to CAIRE Inc.
- Represented Speyside Equity in the sale of Avon Machining to Auxo Investment Partners
- Represented Pondera Holdings in its investment in Wag’n Tails
- Represented Altus Capital Partners in its investment in Choice Spine, Winsert, Thermal Solutions Manufacturing, Thompson Plastics and Pinnacle X-Ray Solutions

## **Sale Transactions**

Mr. Daniels has extensive experience representing family-owned and closely-held businesses in connection with their sale transactions. Such sale transactions range from formal auction sale processes to single-buyer negotiated transactions and include both financial and strategic buyers. He has maneuvered the myriad of considerations that family-owned and closely-held businesses face in sale transactions, such as sell-side due diligence to prepare for a sale process, transaction tax strategies, estate planning considerations, roll-over equity terms (including tax deferral strategies and customary minority protections), purchase price adjustments and risk allocation solutions.

Mr. Daniels’ representative transactions for family-owned or closely-held sale transactions include:



- Represented the shareholders of Delta Industrial Valves, Inc. in its sale to The Weir Group
- Represented the shareholders of 3Point Machine, Inc. in its sale to Busche Enterprises
- Represented the shareholders of Motion Dynamics Corp. in its investment transaction with Vance Street Capital
- Represented the shareholders of Marshall Excelsior in its sale to Harbour Group
- Represented the shareholders of Grand Rapids Ophthalmology in its sale to Sterling Partners
- Represented the owners of SpendMend LLC in its sale to Sheridan Capital Partners
- Represented the shareholders of Oak Crest Communities in its sale to American House Senior Living Communities
- Represented the shareholders of TerryBerry Company in its sale to Tenex Capital Management
- Represented the shareholders of Kamps Pallets in its sale to Freeman Spogli & Co.
- Represented the shareholders of Fogg Filler Company in its sale to ProMach
- Represented the shareholders of Andronaco Industries in its sale to EagleTree Capital
- Represented the shareholders of Charter Industries Extrusions, Inc. in its sale to Incline Equity Partners

### **Strategic and Carveout Acquisitions**

Mr. Daniels has represented corporate buyers in their strategic acquisitions. He listens to his corporate clients to understand the strategic business reasons for the acquisition and the primary risks associated



with the same. In addition to the customary terms and conditions addressed in business acquisitions, Mr. Daniels is experienced with the unique issues associated with strategic acquisitions and corporate carveout transactions, including transition services arrangements, post-closing integration, defining the scope of acquired business in carveout transactions and antitrust considerations.

Mr. Daniels' experience in strategic acquisitions and corporate carveout transactions include:

- Represented Bloem, LLC in its carveout acquisition of the American Designer Pottery business from Fiskars
- Represented J. Rettenmaier USA LP in its acquisition of Central Fiber
- Represented Natural Systems Utilities in its acquisition of Phillip Services, Inc.
- Represented Zeeland Lumber & Supply Co. in its acquisition of Maverick Building Systems
- Represented J. Rettenmaier USA LP in its carveout acquisition of the Canadian Harvest business from SunOpta, Inc.
- Represented Solvaira Specialty, L.P. and Allied Blending L.P. in their acquisition of the business of Solvaira Specialties Inc. and Allied Blending & Ingredients, Inc.
- Represented Hinton Transportation Investments in its various acquisition matters in the logistics and transportation industry
- Represented Landscape Forms in its acquisitions of Loll Designs and Summit Furniture

## **Distressed Transactions**



In connection with Miller Johnson's robust insolvency practice group, Mr. Daniels has represented clients on both buy-side and sell-side engagements in transactions involving distressed businesses. This experience includes transactions pursuant to insolvency proceedings and outside of a formal proceeding, such as Article 9 sales. Mr. Daniels understands the key considerations in a distressed transaction, such as successor liability considerations, security for post-closing transaction claims or purchase price adjustments and negotiating with secured lenders.

### **Problem Solving Approach**

Mr. Daniels' approach to representing clients on merger and acquisition transactions is focused on accomplishing his client's transaction objectives within a strategy and risk profile agreed in collaboration with his clients. He carries out this approach by listening to his clients and their objectives, communicating clearly, evaluating both sides of any position, offering alternatives to two opposing views and working tirelessly to achieve his clients' objectives.

### **Corporate Counseling and Business Contracting**

Mr. Daniels also serves as the trusted advisor and quarterback of legal services for his clients. He regularly advises clients on general corporate law matters, such as corporate formation, governance counseling, shareholder agreements and other ownership agreements. In addition, Mr. Daniels represents clients in the negotiating and drafting of various business contracts. He strives to understand his clients' business priorities in general contract



matters and tailors his counsel in light of such priorities.

### **Corporate Finance**

Mr. Daniels has experience in representing clients on joint ventures, investment transactions and corporate restructurings. He has handled numerous joint venture and investment transactions and is intimately aware of the complex issues involving corporate/management control, capital commitments, equity preferences and waterfalls, transfer restrictions, buy/sell rights and dispute resolution mechanisms. Mr. Daniels has represented both the controlling and non-controlling party in such investment transactions. He has also represented clients in connection with their debt financings.

### **Professional Affiliations, Activities and Honors**

Mr. Daniels is a member of the American Bar Association Business Law Section and the American Bar Association Mergers and Acquisitions Committee. He is a past member of the board of directors for the Association for Corporate Growth (ACG) Western Michigan.

Mr. Daniels is recognized by *The Best Lawyers in America* for Closely Held Companies and Family Business Law, Leveraged Buyouts and Private Equity Law, and Mergers and Acquisitions Law (2020 – 2024). He is listed in *Chambers USA: America's Leading Business Lawyers* for Corporate/M&A Law, with *Chambers* editorial noting he is “**deeply experienced in private company work and also regularly acts on behalf of family-owned businesses,**” and “**an extremely talented M&A attorney and a close, trusted adviser.**”



Mr. Daniels won *The M&A Advisor* Annual Emerging Leaders Award for M&A Legal Advisor (2018) and was awarded *MiBiz*'s Dealmaker of the Year Award for the Advisor category (2017). He is selected to *Michigan Super Lawyers* for Mergers & Acquisitions Law (2022 – 2023) and was selected to *Super Lawyers* Rising Stars (2016 – 2021). He was also honored as an “Up and Coming Lawyer” by *Michigan Lawyers Weekly* (2015).

## **Education**

Mr. Daniels earned his Juris Doctor *summa cum laude* from Michigan State University College of Law with a certification in corporate law. He received his B.S. in chemical engineering from Michigan Technological University and worked for Dow Corning before attending law school. He is admitted to practice in Michigan.

