

# Eric M. Fogel

Chicago, IL

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**PARTNER**

## Overview

Eric Fogel is a strong force in the world of corporate law and a nationally recognized M&A specialist. With three decades of experience, Eric has served as lead counsel on some of the country's largest and most complex transactions, including real estate transactions, and real estate purchases and sales. When clients are looking for a strategy on how to get the deal done, Eric Fogel is the attorney they call.

Eric is a partner in the firm's Chicago office and chair of the Corporate & Securities Service Group. He handles global compliance, policies and procedures, complex contracts, joint venture agreements, mergers and acquisitions, insolvencies and restructurings, agriculture and cooperative law, private equity, chemical industry law, internal and external investigations, business ethics, global ethics and compliance training, FCPA, anti-bribery compliance, ITAR, EAR and OFAC counseling, product certifications and labeling, customs clearance, export control programs, antitrust counseling, regulatory response, FDA counseling, supply chain, data privacy and information security, data breaches, and REACH compliance. He has significant experience in federal and state securities laws, international business and law, advising Special Committees of boards of directors, Investment Advisor Act compliance, SEC interaction, mergers and acquisitions, financing, and assignments for the benefit of creditors. He closely advises chief executive officers, board members, and general counsel throughout the nation and has handled capital transactions involving hundreds of millions of dollars. He often works with his clients in an "outside general counsel" capacity and counsels hedge funds, venture capitalists, and private equity firms in various transactions. Eric routinely advises clients on antitrust issues and compliance issues with respect to contracts, pricing, vendors, customers, distributors, franchises and joint venture partners, both domestically and around the world.

## SERVICES

- Agribusiness
- Bankruptcy & Creditors' Rights
- Business Litigation
- Chemical
- Commercial Contracts
- Commercial Lending
- Corporate & Securities
- Corporate Governance
- Cryptocurrency, Blockchain & FinTech
- Franchising
- Hospitality, Leisure & Tourism
- Insurance Transactions
- Joint Ventures & Strategic Alliance Agreements
- Manufacturing & Food Processing
- Medical Devices
- Mergers & Acquisitions
- Money Management/ Investment Adviser
- Nonprofit Institutions & Tax-Exempt Organizations
- Outside General Counsel
- Real Estate, Zoning & Public

Eric advises clients on cryptocurrency and blockchain issues including compliance, tax issues, manufacture of cryptocurrency product, SEC enforcement, Tokenization / ICO Solutions, Initial Liquidity Offerings (ILOS), "Bitlicensing" / crypto currency exchange license, digital asset custody, crypto mining guidance, digital asset trading platforms (exchanges), advisory opinions on legal status of specific tokens, anti-money laundering (AML) and Know-Your-Customer (KYC) Best Practices, Howey Test and securities regulation. Eric serves as the co-chair of the Cryptocurrency, Blockchain and FinTech Group.

On behalf of his clients, Eric also manages complex corporate litigation and arbitration involving such matters as shareholder disputes, breach of contract, breach of fiduciary duties, securities laws, FINRA compliance, private equity, investment management and battles for corporate control, including proxy and tender offer litigation. He also handles employment agreements, executive compensation, and restrictive covenant agreements. His litigation and arbitration matters have been in federal and state jurisdictions across the nation.

With more than 30 years in the legal practice, Eric's depth of experience and knowledge of the Chicago business market are unmatched. His practice includes: corporate and board governance for public companies and private (for-profit and not-for-profit); board and corporate investigations; fund formation, investment adviser compliance and regulation; insurance regulatory compliance; domestic and global merger and acquisition activity; representation before the Securities and Exchange Commission; tender offers and proxy fights on behalf of insurgents and incumbents; securities arbitrations and hearings; and securities law compliance including the 1933, 1934 and 1940 acts.

Prior to his legal career, Eric worked as a stockbroker, which provided him a unique opportunity to understand capital markets, their participants, and their driving forces. He also understands the pressures and realities that board members are faced with firsthand, having served on multiple public and private boards of directors himself.

## Experience

Represented the Tenant in a 10-year Lease of a Store to be Used as a Restaurant and Batsu Comedy Club

Represented an Electronic Discovery and Digital Forensics Company in its Sale to a Private Equity Backed Platform

Acts As Outside Securities and M&A Counsel to a Publicly Traded Electronics Company

Acts As Long Standing Outside Global General Counsel to Dental Products Manufacturer

## Eric M. Fogel

Finance

Securities & Capital Markets

Securities Enforcement

Shareholder Activism

Venture Capital & Private Equity

### EDUCATION

University of Michigan, J.D.

University of Michigan, M.B.A.

University of Michigan, M.A.

Pomona College, B.A., *summa cum laude*

### ADMISSIONS

Illinois

Eric M.  
Fogel

Long Standing Counsel For a Private Investment Firm

Advises Our Client on Capital Raising and Real Estate Transactions

Successfully Moved to Dismiss a Lawsuit Against an Insurer Brought by an Agency Claiming it was Entitled to Over \$2 Million in Accrued Excess Profits

Represented an Ophthalmology Start-up in Breach of Non-disclosure Agreement and Other Theories

Serves As Outside General Counsel to a Major Midwest Agribusiness

Acts As General Counsel to Better Business Bureau of Chicago and Northern Illinois

Long Standing Outside Counsel to a Retail and Marketing Materials Supplier

### Membership & Involvement

- Amundsen Davis Executive Committee
- Member: Chicago Bar Association
- Executive Committee Member and Treasurer: Phi Beta Kappa Association of the Chicago Area (2007-2008)

### Honors

- Selected for inclusion in *Chambers USA* as a Corporate/M&A Recognised Practitioner: 2015-2018
- Selected for inclusion in *Chambers USA* Corporate/M&A Band 4: 2011-2013
- Selected by the Leading Lawyers Network as a "Leading Lawyer" in closely and privately held business law, mergers and acquisitions law and securities and venture finance law

### Firm News

Amundsen Davis Selected as Outside General Counsel to the Better Business Bureau of Chicago and Northern Illinois  
Firm News, October 27, 2016

### In the Media

No, the Government Can't Shut Down Cryptocurrency -- *King5 News* cites Joe Carlasare and Eric Fogel

## Alerts

The Impact of El Salvador Recognizing Bitcoin as “Legal Tender” on U.S. Law

Protecting Your Business: Board Fiduciary Duties Amid COVID-19

Requesting an Exclusion from U.S. Tariffs on Chinese Products - Deadline October 9

## Speaking Engagements

Illinois Chamber of Commerce: Tips to Sell Your Business in the New Year  
Speaking Engagement, Webcast, February 29, 2024

Tips for Selling Your Business in the New Year  
Event, Amundsen Davis, Webcast, February 15, 2024

Survive and Thrive: What Businesses Must Do Now to Brace for a Recession  
Event, Amundsen Davis, Webcast, July 13, 2023

Corporate Governance: From Nuts and Bolts to Trending Topics  
Speaking Engagement, Illinois Chamber of Commerce, Webcast, September 21, 2022

More Regulation and Opportunities for Companies and Banking: What  
Businesses Can Expect from the Biden Administration  
Event, Amundsen Davis, Webcast, March 31, 2021

Everything You Need to Know About LLCs - Including Important Recent  
Developments  
Better Business Bureau, Webcast, November 12, 2020

Bankruptcy and Alternatives for Business Owners: Timely Action to Take Now in  
Dealing with Your Bank and Landlord  
Event, Amundsen Davis, Webcast, June 17, 2020

Directives from the Board Room: Will Your HR Team Fail or Save the Day?  
Amundsen Davis, Webcast; Chicago, IL, February 21, 2018

Developments in Dealmaking and Proposed Regulation, and the Impact on M&A  
Association for Corporate Growth; Webinar, October 11, 2017

Five Essential Things to Look for in Every Contract and Business Transaction to  
Avoid Litigation  
Illinois Chamber of Commerce, Seminar, June 22, 2016

Regulation A+ Innovative Alternatives to Private Equities and PIPES  
Amundsen Davis and Dresner Corporate Services, Chicago, Seminar, May 25,  
2016

Eric M.  
Fogel

Accessing Capital  
Illinois Chamber of Commerce, Webinar, July 16, 2015

### Published Works

Ripple Effect: SEC Lawsuit Against Cryptocurrency Company May Provide  
Guidance For Crypto Industry  
*USLAW Magazine*, June 21, 2021

El Salvador's Use Of Bitcoin Complicates US Commercial Law  
*Law360*, June 11, 2021

Is Fair Disclosure 'Fair' in European Cross-Border M&A Deals?  
*USLAW Magazine*, March 22, 2018

### Blog Posts

What the Show *Succession* Teaches Us About Planning for a Family Business  
*Corporate News: A Legal Update*, September 7, 2023

Cryptocurrency Companies Should Expect More SEC Enforcement in the Near  
Future  
*Corporate News: A Legal Update*, March 28, 2023

The Potential Impact of the Climate Risk Disclosure Act  
*Corporate News: A Legal Update*, March 24, 2022

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