

# Franchise Acquisition

When franchised businesses are involved, acquiring and divesting is not just a typical M+A deal. Our lawyers, with their experience in the franchise arena representing both franchisors and franchisees, understand the market dynamics at play and are able to advise clients on all aspects of franchise sale or acquisition transactions. Between the delicate compliance concerns and complicated relationship issues among franchisor and franchisees that arise in connection with such transactions, our lawyers have handled it all. Knowing the interests of all parties involved, a rare familiarity that only comes with experience, allows us to effectively and efficiently advise our clients on the purchase or sale of a franchised business.

We help clients navigate the various intricacies of buying and selling franchised units, and also assist franchisors in selling their entire franchised system. We are familiar with all the different parties and competing interests involved in selling a franchised business, such as compliance, consent, temperaments of franchisors, etc., and we know how to effectively navigate those issues.

## Our Services

We provide a variety of services for both the buying and selling of franchises, addressing a variety of unique issues that arise in the transfer of a single franchise unit, or even an entire franchise system.

- + **Unit sales:** handling compliance issues and communications between franchisors and franchisees in the sale of individual franchise units
- + **Entire business sales:** conducting due diligence on a pre-M+A deal and structuring and negotiating the transaction to best protect the brand and the franchisor on its exit
- + **Franchisee-to-franchisee sales:** approving the buyer and navigating any first-refusal rights of the franchisor, creating an entrance for those interested in running a franchise, but also providing an eloquent way to exit the franchise model
- + **Unit re-acquisition:** handling the entire sale of franchised units, managing numerous requirements with an emphasis on creating an amicable exit that protects the franchise's brand and capitalizes on goodwill throughout the termination of franchise agreements and release of personal guarantee or claims

## Our Clients

The clients we typically represent are regional or national franchises, primarily in service businesses, including a number in food service, as well as retail, education, child care services, and the health service industry. In the M+A context, we counsel both buy and sell side of the transaction.

We represent not only franchisors, but also franchisees, and this gives us a unique perspective. As opposed to specialist practices, our approach and experience allows us to offer holistic advice in the context of our clients' overarching business strategies. Because of the depth and breadth of our experience, we often act as outside general counsel to our clients, as we understand how franchising can educate corporate structure and employment strategies, and drive business decisions.

## Contact Us

For more information on our corporate services for franchisors and franchisees, please contact Kacie N. Davis.

### Our Team

Kacie N. Davis, Chair (614-462-5402)  
Steve Barsotti, Director  
Vinita Mehra, Director  
Jeff Nein, Director  
Humphrey Kweminyi, Associate  
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**KEGLER  
BROWN  
HILL +  
RITTER**