SpencerFane®

Spencer Topham

Partner

Contact

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Overview

Spencer Topham is a strategic M&A and corporate attorney who serves as a key advisor to private equity sponsors, businesses, and individuals on their most significant transactions. His practice is built on experience gained at local and regional firms and a premier global law firm, where he managed a broad spectrum of deals ranging from $1 million to multi-billion-dollar landmark transactions.

As lead deal counsel, Spencer quarterbacks sophisticated domestic and cross-border transactions designed to drive client growth, including strategic mergers and acquisitions, leveraged buyouts, joint ventures, and complex restructurings. He is valued by clients for his pragmatic, business-first approach to mitigating risk while relentlessly advancing their commercial goals.

Beyond his core M&A practice, clients rely on Spencer as their outside general counsel for a wide range of corporate matters, from critical commercial agreements to day-to-day operational guidance. His comprehensive industry experience spans private equity, consumer products, banking, technology, health care, and media. This includes a distinctive focus on the creator economy, where he negotiates high-value marketing and management agreements for leading brands and influencers.

Education

- Willamette University College of Law, 2010 (J.D.)
- University of Utah, 2005 (B.S.)

Bar Admissions

- Utah, 2010

Distinctions

- *Chambers USA,* Corporate/M&A (Utah), Up and Coming, 2023-2025
    - Associates to Watch, 2022
- Oregon State Bar, Securities Regulation Section Award, 2010

Presentations and Publications

- *Utah Business Law for Entrepreneurs and Managers,* "Real Property" chapter, 2016
- "Re-Regulating 'Financial Weapons of Mass Destruction,' Observations on Repealing the Commodity Futures Modernization Act and Future Derivative Regulation," *47 Willamette Law Review 133*, 2010
- "Muscle Melee: Redefining Anabolic Steroid Policy in a Post-'Great Recession' Economy," *7 Willamette Sports L.J. 44*, Spring 2010
    - cited in *Harvard Journal of Sports & Entertainment Law*

Related Experience

- Represented a Canadian-based manager of private equity funds with more than C$5 billion of equity capital under management on a minority investment in the firm.
- Advised a private equity firm on a $240 million alternative liquidity transaction involving the GP-led recapitalization of an auto-parts reseller, and the formation of an annex fund to invest alongside the firm's Fund I.
- Advised a private equity firm on a $418 million alternative liquidity transaction involving the formation of a continuation fund to acquire its portfolio company, a leading designer of proprietary aftermarket replacement components.
- Advised a fund dedicated to the climate investing strategy that targets investments globally in climate tech, agriculture, and cleantech sectors in multiple deals, including its $500 million convertible preferred equity investment in a provider of intelligent, integrated solar tracker and software solutions.
- Represented a leading entertainment and sports agency in a strategic partnership with a leading independent music publisher which owns funds with rights to the back catalogues of music artists including Bob Marley, Stevie Nicks, Def Leppard, Outkast, and James Brown, among others. The investment is part of a major restructuring of funds that included total new commitments of approximately $1.7 billion, in a deal valued in excess of $2 billion.
- Advised a leading independent investor dedicated to the private capital secondaries market on a strategic minority investment.
- Represented a manufacturer of branded ionic trace minerals and supplements and America's best-selling liquid magnesium and trace mineral products brand in a corporate restructuring and sale of the founder's membership interest.
- Represented Salt Lake City-based provider of no-code automated machine learning in its acquisition by a data analytics and data integration provider with offices throughout the globe.
- Represented a holding company for a large American bank chain in its transaction with a federally insured Utah community bank.