



Spencer Topham

Partner

Contact

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Overview

Spencer Topham is a results-focused M&A attorney who advises private equity sponsors, individuals, and businesses on a broad spectrum of complex, high-stakes business transactions to drive client growth and mitigate risk, including strategic mergers and acquisitions, joint ventures, debt and equity restructurings, and leveraged buyouts.

He is also a trusted advisor to brands and content creators for negotiating influencer management, marketing, and related agreements. In addition to business transactions, Spencer is a trusted advisor for a wide range of transactional matters, including commercial agreements and day-to-day operational issues, helping clients achieve their business objectives.

Spencer has counseled numerous clients across diverse industries, including private equity, consumer products, banking, technology, health care, automotive, media, and social media influencing. His dynamic approach to intricate matters is rooted in nimble, detail-oriented planning and the ability to quickly shift priorities and objectives, leading to a track record of success across diverse transactions.

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, 2023-2024

- 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.