



Kevin V. Simon

Partner Of Counsel
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Taking an innovative but pragmatic approach to helping his clients meet their tax and business objectives, Kevin focuses his practice on helping clients resolve their complex issues in a strategic, efficient way. Kevin prides himself on being a trusted member of the team, both within and outside the firm.

Kevin represents individual and business clients in Federal, state, and local tax planning, including individual, partnership, corporate, and non-profit tax matters. His clients include individuals and businesses of all sizes, from start-ups to mature companies, both large and small, and non-profit organizations. He advises them on business structures and formation, governance and operational matters, transactional opportunities and planning, and compliance requirements. He also regularly represents clients in tax controversies in Federal and state courts, including successfully defending numerous school districts in controversies over Federal tax issues.

Kevin is also a successful corporate transactional attorney. He represents businesses in mergers, acquisitions and divestitures. He has assisted clients in all facets of transactions as both buyers and sellers, from due diligence through closing. He has also represented a number of clients in large-scale commercial transactions, including serving as lead counsel for a program to secure more than \$1 billion dollars in equipment leasing. Further, Kevin represents companies and trustees in employee stock ownership plan transactions. Kevin relishes his role in these transactions since they empower the companies, their employees, and the communities affected.

Finally, Kevin plays an active role in the firm's real estate practice. He has represented clients in the purchase, sale, development and rental of a large number of properties, such as the acquisition and sale of large apartment complexes throughout the nation. A licensed title agent, Kevin also serves as Vice President of Mercantile Title Agency, Inc., the firm's real estate title agency.

Services

- Corporate & Transactional
- Corporate Taxation
- Private Client & Family Wealth Planning
- Tax Planning

- ESOPs
- Mercantile Title Agency, Inc.

Education

- Vanderbilt University Law School (J.D., 1994)
 - Journal of Transnational Law, assistant editor
- New York University (LL.M., 2001)
 - Taxation
- University of Dayton (B.A., 1990)
 - Political Science

Bar Admissions

- Ohio
- Illinois

Court Admissions

- U.S. Tax Court
- U.S. Court of Appeals for the Sixth Circuit
- U.S. District Court for the Northern District of Ohio
- U.S. District Court for the Southern District of Ohio

Affiliations/Memberships

- Humane Society of Greater Dayton, chair (2020 - present)
- American Bar Association
- Ohio State Bar Association
- Dayton Bar Association
- Cincinnati Bar Association

Distinctions

- Ohio *Rising Star*®

Experience

Represented an ESOP-Owned Client During a \$70 Million-Plus Stock Sale

We represented an ESOP-owned company engaged in the wholesale brokerage, distribution and sale of grocery merchandise. Our client sold its stock to a private equity buyer for a transactional value in excess of \$70 million.

This enabled the buyer to expand its operating territory and allowed our client's operation to further grow and expand its operations under the new ownership.

Counseled a SaaS company through a complex merger

We served as deal counsel in advising our client, a software-as-a-service provider that serves the construction industry, through a complex reverse triangular merger involving an industry competitor and a private equity firm. Genstar Capital, a private equity firm that focuses on investing in software and technology companies, purchased our client iSqFt and another SaaS company that serves the construction industry, BidClerk. The transaction enabled Genstar to create an integrated company to fully serve the software, data and technological needs of the commercial construction industry. We worked on behalf of our client to navigate through every step, through initial due diligence to negotiating terms with Genstar and BidClerk and closing the transaction. The transactions will enable our client to significantly strengthen their platform of services and meet the evolving needs of their customer base.

Syndicated Leased Equipment Financing

Represented a publicly traded transportation company in a series of syndicated leased equipment finance transactions with multiple financing companies in transactions with a total value of more than \$500 million.

Loan for expansion of tool manufacturing company's capabilities

When West Troy Tool sought more effective ways to meet their customer production demands, they turned to Dinsmore. The client, which supplies product-based manufacturers with tooling and component parts, had been in their current location in Troy since the 1990s. We worked with the client to secure an approximately \$2.3 million loan from the Director of Development Services Agency of the State of Ohio as part of the Ohio Enterprise Bond Program, also known as JobsOhio, a program that serves as the state's public-private development arm. The loan enabled the client to purchase three molding machines, as well as provided funds for additional equipment and tooling as West Troy continues to grow. The new equipment and machinery will increase production and improve the client's product offerings, as well as offer more jobs in the Miami Valley area. The deal also ensures that the company will remain in the state, and serves as a successful example of the use of the JobsOhio program.