

**WALT LEMANSKI**  
**Attorney At Law**  
**MBA, MSCE**

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**Biography**

Walt Lemanski is a seasoned corporate transactions attorney who advises clients on recognizing risks and opportunities in business transactions, and assists them in structuring deals to identify and allocate those same risks and opportunities in a manner acceptable to all the parties. He has broad experience in a wide array of transactions, with companies of all sizes, including mergers and acquisitions; sales, manufacturing, licensing, research and development, distributor, vendor and third party payer relationships; private securities offerings; financing transactions; joint ventures; and corporate restructurings.

Mr. Lemanski counsels clients throughout the full transaction life cycle from the initial negotiation of principal deal terms through due diligence; regulatory review; contract structuring and negotiation; and integration and operations following the contract execution or transaction closing. He has significant experience working in highly regulated industries such as healthcare and real estate services, as well as manufacturing, hospitality and technology. Mr. Lemanski has represented large public corporations, privately held companies, and private equity and individual investors, located in the U.S. and abroad, in complex transactions, as well as smaller roll-up or tuck-in acquisitions and other types of business ventures. Mr. Lemanski also provides general corporate and business law advice on day-to-day legal matters and general commercial agreements. As a former in-house counsel at two major corporations, he is well accustomed to working with executives to find legal solutions that meet the company's business goals and objectives. Below are some examples of Mr. Lemanski's legal representations.

**Mergers & Acquisitions**

- A public company in stock and asset acquisitions of over 25 private companies in connection with its national roll-up strategy
- A public entertainment company in a large stock acquisition, including a spin-off of the target's unwanted assets
- Multiple public company and private equity clients in "tuck-in" acquisitions and divestitures of healthcare companies
- A public company in the divestiture of multiple medical device and supplies businesses
- A private company in a short timeline acquisition of a distressed target, including a short-term bridge loan, preferred stock acquisition and cash-out of minority stockholders



**Practice Areas**

Business

**Education**

Vanderbilt University School of Law  
J.D., 1997, Order of the Coif

University of Colorado, Colorado Springs  
MBA, 1992

USAF Institute of Technology  
MSCE, 1989

United States Air Force Academy  
B.S., 1984, graduated with academic distinction

**Admissions**

Admitted to practice in Colorado

Admitted to practice in Wisconsin

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- A public company in a uniquely structured “lease to own” acquisition of assets
- A private company in the acquisition of the assets of an internet technology company

**Cross Border Transactions**

- An Asian client in the acquisition of preferred stock of a U.S. technology company
- A Central European company in the acquisition of the assets of a U.S. manufacturing company
- An international franchise company in the cross-border acquisition of a Canadian franchise system
- A German company in a stock acquisition of a U.S. manufacturing company
- A U.S. based company in an international travel services joint venture
- A Scandinavian company in the acquisition of a U.S. manufacturing company

**Healthcare Transactions**

- Managed care and other third party payer agreements
- Group purchasing organization (GPO) purchase and sale agreements
- Healthcare provider agreements on behalf of both providers and purchasers
- Healthcare business acquisitions and divestitures

**Technology Transactions**

- Software license and development agreements on behalf of both users and developers
- Internet services agreements on behalf of both providers and users
- Digital content development and license agreements

**Business Restructuring**

- A public company in a major debt recapitalization
- A privately held company in the split-off of multiple businesses into separate entities

**Financing Transactions**

- A public company in a private offering of preferred stock
- A private equity fund in a private stock offering in connection with a major acquisition of public manufacturing company
- A privately held manufacturing company in multiple private offering rounds
- A public company in Series B round investments in two different emerging technology companies
- A private company borrower in a long term bank credit facility

**Memberships**

- Member, American Bar Association, Business Law Section and Health Law Section
- Member, Colorado Bar Association
- Member, Wisconsin Bar Association

