

## Paul M. Schwinn

Shareholder

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When asked about Paul Schwinn, clients most often comment on his demeanor, his responsiveness and his business-minded approach to legal issues and opportunities. A Shareholder and emerging leader at the Firm, Paul serves as Co-Chair of the Startups and Emerging Growth Companies Practice Group and is consistently recognized by leading industry publications as a Rising Star and One to Watch.

Working with clients across industries, including technology, hospitality (including restaurants), oil and gas, biotech and government contracts, Paul provides counsel to clients on a wide variety of transactions, including, among others, early and late-stage venture capital and private equity financings, buy-side and sell-side mergers and acquisitions, reorganizations, joint ventures and early-stage matters. Clients view him as an all-around business and legal advisor.

*“From commercial contracts to Series A to the ultimate sale of our company to T-Mobile, Paul was instrumental throughout every step of every transaction. He takes time to truly understand your business economics, goals and desired outcomes. Best of all, his EQ and ability to read the room allows him to create win-win scenarios for all stakeholders.”*



### Bar & Court Admissions

District of Columbia

Maryland

### Education

University of Missouri,  
M.B.A., 2014

University of Missouri  
School of Law, J.D.,  
2014 *Order of the  
Barristers*

University of Missouri,  
Honors College, B.J., 2010

– Cherian Thomas Co-Founder & CEO,  
Octopus Interactive (Acq. by T-Mobile)

During his tenure as a Board member of a regional Angel Fund, Paul gained invaluable experience placing investments in multiple early-stage, high-growth companies, which has helped him play a critical role in advising clients through transactions valued in excess of one billion dollars (both sell-side acquisitions and equity financings).

*“Even as a junior attorney — Paul impressed me and our Board of Directors with his professionalism and maturity. He has a unique ability to diffuse a heated situation and bring calmness and sanity back to the room – and was an incredibly valuable addition to our legal team.*

*The care Paul [and Scott Museles] have shown me is palpable...on a professional and personal level. More than just my attorneys, I consider them friends and would recommend them without hesitation.”*

– Jeffrey Hung, uBriGene Biosciences  
International Co.

He also performs many of the functions of an outsourced CFO for early-stage financings, including providing detailed feedback on the offering materials (including financials) and modeling the implications of complex financing transactions on clients’ capitalization tables to understand the impact on the founders’ fully-diluted ownership.

Clients with established companies often remark on Paul’s accessibility and his ability to work effectively with their business and legal teams,

driving strategic initiatives and providing key information and context to bridge gaps and move projects forward.

*“It is truly hard to even imagine my company without Paul Schwinn. From capital raises to delicate situations to major business decisions, he has been a critical source of legal and strategic advice. Paul is also exceptionally easy to work with.”*

– Ryan Evans, CEO, War on the Rocks

In the community, Paul volunteers his time as a mentor for entrepreneurs of both emerging growth and non-profit entities.

He regularly serves as a speaker on business considerations, including the issues and process of organizing/incorporating an entity. Paul has advised and coached dozens of entrepreneurs through area organizations, including the DC Chapter of the Founder Institute and the Nonprofit Village. Paul formed, launched and continues to manage the Firm’s Associate Business Development Training Program and also serves on the Firm’s Strategic Advisory Committee.

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## Results

### Transactions

- Represented issuer of a \$150,000 convertible note under the Builder Fund, formed and administered by Maryland’s Technology Development Corporation (TEDCO)
- \$3 million Simple Agreement for Future Equity financing, \$1 million bridge Promissory Note financing and \$10 million Series A2 Preferred Stock financing for a national entertainment technology company

- \$3 million Preferred Unit financing for Washington, DC area syndicated real estate venture fund
- \$7.5 million Series A Preferred Stock financing for Maryland based biotech company and provided counsel in their conversion to a Delaware corporation
- \$850k Preferred Unit financing for a national sports and entertainment company
- \$3.5 million Series B Preferred Unit financing, \$3.5 million Convertible Promissory Note financing and \$2.5 million Bridge Promissory Note financing for a Maryland based leadership technology platform
- \$4.5 million Series A-1 Preferred Stock financing for a national sports and entertainment venue technology platform and advised on their conversion from a Delaware LLC to a Delaware corporation
- \$500k Convertible Promissory Note financing for Maryland cannabis company and corresponding consultation regarding application for a Maryland processing and cultivation license
- \$10 million Series A Preferred Stock financing for a national real estate financial technology company
- In 2019, represented nearly 10 restaurants raising in excess of \$11 million in the region
- \$90+ million acquisition, with an additional earnout, for the practice of a national insurance brokerage and advisory practice. Second-chaired the drafting and negotiation of the definitive Membership Interest Purchase Agreement and ancillary agreements, and managed the drafting of the Disclosure Schedules on-site with the seller's management team
- \$75 million acquisition of a large regional oil and gas distributor. Led a 14 lawyer team

responsible for abstracting and organizing more than 400 contracts from more than 300 providers. This assessment became the support for the offer price in the deal.

- \$10 million Series B financing for a local leadership development company. The round included the conversion of more than \$3.5 million in convertible notes.
- \$7 million Series A-2 financing for a national health technology platform to fund a “double dummy” strategic acquisition.
- \$3.5 million bridge convertible promissory note financing and \$4 million Series B financing for computer software company developing an AI-driven technology platform.
- \$2.4+ million Series Seed and \$4.8 million Series A financings for a local technology start-up in the restaurant space – regarded at the time as one of the top “dining” applications on the iTunes Store.
- Advised a mobile technology platform company in their conversion from a limited liability company into a C-corporation, including the successful conversion of common and preferred securities and an equity compensation plan. The entity change also included a \$4.5 million bridge convertible note financing.
- \$2 million asset purchase of a regional locksmith company
- Represented the purchaser in a \$1.8+ million acquisition of a golf course in Frederick County, Maryland
- Advised information systems platform start-up, taking the company from the idea stage to raising more than \$100,000 through two rounds of financing and launching its minimum viable product

## **Investor Representation**

- \$150k Convertible Note financing of sustainable construction product manufacturing company
  - \$885k investment in Series A-1 and A-2 Preferred Stock financing of Biotech-focused venture fund
  - \$2.4 million Preferred Stock investment in an international textiles company
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## Recognition

- The Best Lawyers in America®, 2026
  - Best Lawyers: Ones to Watch® in America, 2021-2025
  - Maryland, Super Lawyers “Rising Stars,” 2023-2024
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