



Roger H. Frommelt

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"I decided to enter law after serving as a non-lawyer defense and trial counsel in navy courts martial where I first experienced the power of the law. Now I enjoy solving problems and the personal relationships developed through working with clients."

Roger Frommelt engages in a business practice, in the fields of securities, mergers and acquisitions, general contract, corporation and business organization law. In his primary concentration of securities law, he has provided advice and counsel regarding a wide range of securities related matters, including filing and compliance issues under the periodic reporting, proxy, and short swing profit rules of the Securities Exchange Act of 1934, as well as issues involving insider trading, shareholder communication and the Foreign Corrupt Practices Act. Since 1967, Mr. Frommelt has represented underwriters and corporations in connection with over two hundred public offerings of equity and debt securities, including offerings in connection with mergers and acquisitions, involving a wide range of industries such as: biotechnology, medical devices, gaming, electronics, communications, food service, airline, manufacturing and entertainment. He has also acted as an advisor to the board of directors of a number of public and privately held corporations where he is able to bring his experience as a member of the board of directors of several publicly held companies, as well as a member of the audit, compensation and stock option committees of such boards.

Practice Areas

- [Corporation and Business Organizations Law](#)
 - General Contract Law
 - Board of Director Advisor and Committee Member
- [Securities](#)
 - Public Offerings of Equity and Debt Securities
 - Federal and State Securities Law Reporting and Disclosure Requirements Compliance
 - Proxy Matters
 - Short Swing Profit Rule Compliance
 - Insider Trading Issues
 - Shareholder Communication
 - Foreign Corrupt Practices Act Compliance
- [Corporate Transactional](#)
 - Mergers and Acquisitions

Industry Specialties

- Biotechnology
- Medical Devices
- Gaming
- Electronics
- Communications
- Food Service
- Airline
- Manufacturing
- Entertainment

Education

- J.D., University of Minnesota Law School, 1965
- B.Ch.E - University of Minnesota Institute of Technology, 1959

Bar Admission

- Minnesota
- U.S. District Court, District Minnesota
- U.S. Tax Court
- U.S. Supreme Court
- U.S. Court of Military Appeals
- U.S. Court of Appeals, Eighth Circuit

Professional Certifications, Awards and Designations

- Nominated by peers as [Super Lawyer®](#), *Minnesota Law & Politics*, 2002, 2004 – 2006
- Rated "AV" (highest rating) by Martindale Hubbell Legal Directory

Professional Activities and Memberships

- Hennepin County Bar Association: Member of Securities Law Section since formation in 1970; Chairman of Securities Law Section from 1980 to 1982; Member of Ethics Committee from 1990 to 1998
- Minnesota State Bar Association: Member of Business Section since 1975, and Tax Section since 1985
- American Bar Association: Member of Business Law Section since 1974, and International Law Section since 1989
- Member of Board of Directors, Executive Committee and Underwriting Committee of Minnesota Lawyers Mutual Insurance Company since 1982. At the request of the Minnesota State Bar Association, Mr. Frommelt supervised the structure and preparation of documents for a public offering of debentures to capitalize Minnesota Lawyers Mutual Insurance Company in 1981 and 1982. Minnesota Lawyers Mutual Insurance Company now has over \$50,000,000 in assets
- Member of Minnesota Governor's Ad Hoc Committee to revise Minnesota's Securities Statutes in 1973

Community Activities

- Member of the Twin Cities Advisory Board of Directors of the Salvation Army
- Member of the Minneapolis Downtown Rotary Club