



Kenneth B. Abel

Shareholder

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Kenneth B. Abel focuses on mergers and acquisitions, securities law matters, venture capital, Maryland corporation law matters, real estate, private fund and investment adviser representation, and general business representation.

Mr. Abel represents clients in matters involving mergers and acquisitions, securities, venture capital, Maryland corporation law, real estate, private funds and investment advisers, and general business needs. He has earned respect among colleagues and recognition from premier legal publications.

Mr. Abel serves as outside general counsel to numerous emerging growth, later stage and mature companies, where he provides his extensive experience negotiating and/or drafting merger and acquisition transaction documents (e.g., asset purchase agreement and merger agreements), private offering documents, limited liability and limited partnership agreements, stockholder agreements, venture capital financing agreements, loan agreements, employment arrangements (including equity compensation for employees), and business contracts.

Mr. Abel regularly serves as primary counsel involving acquisitions, dispositions, financing, and management of assisted living and independent living facilities. He advises private funds, family offices and investment advisers on formation and compliance matters and investment transactions. Mr. Abel also counsels investors in connection with their investment decisions in privately held companies, including venture capital investments. Recently, this has included investments in cannabis and hemp related companies.

Mr. Abel advises Maryland corporations, including open and closed-end investment companies and real estate investment trusts incorporated in Maryland and acquirers of these corporations, including activist investors, on matters of Maryland corporation law, including corporate governance matters, and matters related to hostile takeovers and takeover defenses.

Mr. Abel is the former chair of the Maryland State Bar Association's Business Law Section, is the current chair of its Unincorporated Associations (LLC) Committee, is an active member of its Corporation Law Committee and is a former chair of its Securities Law Committee. He has testified extensively before the Maryland General Assembly on legislation affecting business in Maryland. He is the author of two Bloomberg BNA publications on Maryland corporation law. Mr. Abel served as a member of the Special Joint Committee of the Section of Business Law and the Section of Real Property, Planning and Zoning of the Maryland State Bar Association, which prepared the Maryland Report on Lawyers' Opinions in Business Transactions.



Professional Honors & Activities

Professional Memberships

- Member – American Bar Association
 - Section on Business Law
- Member – Maryland State Bar Association
 - Board of Governors (2021 – 2022)
 - Section of Business Law (Chair, 2011; Vice Chair, 2010 – 2011; Secretary, 2009 – 2010)
 - Committee on Corporation Law
 - Chair, Committee on Unincorporated Business Associations (2019 – present)

- Former Chair, Committee on Securities Law (2005 – 2009)

Honoraries

- Listed in *The Best Lawyers in America*® for Corporate Law and Mergers and Acquisitions Law (2008 – 2025)
- Listed in *Maryland Super Lawyers*, Business and Transactions (2014); Mergers & Acquisitions (2013, 2015 – 2025)
- Named to *The Daily Record's* Business Law Power List (2024)
- Listed in *Chambers USA* as a leading Corporate/M&A lawyer in Maryland (2005 – 2024)
- Listed in *Smart CEO's* Legal Elite (2010)



Professional Background

- Clerk to the Honorable Lawrence F. Rodowsky, Court of Appeals of Maryland (1992 – 1993)
- Passed CPA Exam (Virginia, 1989)*

*Baker Donelson is not a CPA firm.



Publications

- "Analyzing Whether Section 18(l) of the Investment Company Act Really Permits Closed-End Funds to Opt In to the Maryland Control Share Acquisition Act" (March 2022)
- "Maryland and Mississippi Among First Three States to Adopt New Requirements for Investment Adviser Representatives" (February 2022)
- "SEC Staff Withdraws No-Action Letter that Prohibited Closed-End Funds from Opting In to the Maryland Control Share Acquisition Act" (June 2020)
- Author – "Doing Business in States Other than the State of Incorporation," Bureau of National Affairs, Inc.
- Author – "The Maryland Corporation: Legal Aspects of Organization and Operation," Bureau of National Affairs, Inc.



Speaking Engagements

- Moderator – "The Emergence of Cryptocurrency: What every lawyer should know about digital assets," Maryland State Bar Association's Advanced Business Law Institute (April 2022)
- Speaker – "Kick-Start your Start-Up: Private Equity Financing in Today's Economy," Business Law Institute, Maryland State Bar Association (2013)
- Speaker – "The New Maryland Power of Attorney Act and its Impact Across Practice Areas: What Estate and Trust, Elder Law, Business Law, and Real Estate Practitioners Need to Know," Maryland State Bar Association (2011)



Education

- University of Maryland School of Law, J.D., 1992
 - Order of the Coif
 - Student Editor in Chief – *The Business Lawyer*
- Virginia Polytechnic Institute and State University, B.S., 1988, magna cum laude



Admissions

- Maryland
- Court of Appeals of Maryland