MOSES SINGER

Lindsay R. Kaplan

PARTNER

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Lindsay R. Kaplan is a Partner in Moses Singer's Corporate practice group. Lindsay's practice includes advising clients in connection with the structuring, negotiation, and execution of complex transactions. She represents both buyers and sellers with regards to mergers, acquisitions, and divestures across an array of industries. Lindsay listens to clients' needs and provides value-added advice that assists those clients with meeting their business goals.

Lindsay has significant experience representing middle market and start-up companies. She counsels businesses in all stages of their growth, commencing from their formation and early stages to representing them in connection with financings and, ultimately, successful exits and M&A acquisitions. Clients also turn to Lindsay as their outside legal counsel for advice on a wide variety of general corporate and commercial matters, including limited liability company formation, corporation incorporation, internal structuring and governance, operating agreements, shareholder agreements, employment and compensation arrangements, non-competition agreements, severance agreements, and general business matters and commercial contracts.

Prior results do not guarantee a similar outcome.

Education

- Benjamin N. Cardozo School of Law, Yeshiva University (J.D.)
    - Notes Editor, Cardozo Journal of Law and Gender
    - Legal Intern, Holocaust Restitution Claims Clinic
- University of Pennsylvania (B.A., *Magna Cum Laude*)
- University of New South Wales (Australia)

Bar/Court Admissions

- New York

Practices / Industries

- Corporate
- Advertising, Media Buying & Public Relations
- Employment Law - Employment & Severance Agreements
- Mergers & Acquisitions
- Start-ups & Emerging Companies

Professional Affiliations

- Law360 M&A Editorial Board
- Anti-Defamation League, Next Generation Philanthropy Executive Board, Host Committee, Glass Leadership Institute
- Horace Mann School, Member of Alumni Council and Class Agent

Recognition

Lindsay is recognized in the 2026 Legal 500 New York Elite Rankings, Corporate and M&A. *Legal 500's* US Elite is designed to spotlight outstanding lawyers operating at regional powerhouses who are handling work at the highest levels of the legal market in their cities, states, or regions.

Lindsay is included in Lawdragon's 2026 500 Leading Dealmakers in America guide. Lawdragon describes the 2026 Dealmakers as having a skill that "is a superpower, bringing together the vast knowledge required of a client, its strategy and legal and financial underpinnings, with the momentary apple of its eye – financing, an acquisition, a joint venture, a multi-billion-dollar merger."

Lindsay was selected for inclusion in the 2025 Law Dragon 500 Leading Dealmakers in America guide to top transactional attorneys. This guide recognizes the top 500 US lawyers in the areas of M&A, securities, corporate, finance, and private equity for their "can-do hustle and ability to move the needle with clients and firms themselves." They "are the beating heart of business in the U.S. and far, far beyond. To be a dealmaker in 2025 is inherently international, so the past year has been full of uncertainty and a fair amount of chaos, as well as the ever-present intersection of opportunity, risk and reward."

Presentations

- "The Pitfalls & Practicalities of Intellectual Property Protection," Volunteer Lawyers for the Arts - June 2022
- "The Pitfalls & Practicalities of Intellectual Property Protection," New York Women In Film & Television, September 2018
- "What to Know Before Joining a Private Company Board," July 2018

Publications

August 20, 2025
Working Capital Adjustments: What You Don't Know, Can Cost You

July 10, 2025
Three of the Top Risks of Using Rollover Equity in the Sale of a Business

July 1, 2025
Rollover Equity in M&A Deals: What Business Owners Need to Know

February 4, 2025

Three Issues You Should Consider in Connection With Succession Planning

December 17, 2024
The Thrill of High-Level Problem-Solving: An Interview with Lindsay Kaplan in Lawdragon's Lawyer Limelights

April 23, 2024
3 of the Top Ways Companies Can Establish Trade Secret Protection Over Confidential Information

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March 12, 2024
Three Ways A Lawyer Can Help Avoid Unnecessary Costs and Expenses Under Your Commercial Lease

February 27, 2024
Three Common Ways for M&A Buyers to Protect Their Investment

January 9, 2024
Incentivizing your Workforce

December 12, 2023
"Top 3" Ways to Reduce Litigation Uncertainty at the Contract Stage

October 30, 2023
Top Three Pre-Sale Due Diligence Considerations

September 26, 2023
Top Three Issues Relating to Employment Agreements

September 12, 2023
Top Three Common Cap Table Mistakes

August 22, 2023
Top Three Estate Planning Considerations for Business Owners

June 27, 2023
Top Three Exit Strategy Provisions in Limited Liability Company Agreements

June 13, 2023
Top Three Hot Button Issues for Customer Contracts

May 30, 2023
Top Three Considerations when Reviewing an M&A Letter of Intent

May 16, 2023
Top Three Concerns for Minority Investors Reviewing Operating Agreements and Other Constituent Documents

May 2, 2023

Top Three Business Concerns for Minority Investors Investing in Early-Stage Companies

April 18, 2023
Top Three Mistakes Founders Make when Launching a Business

September 20, 2022
“Regular Equity” Versus Phantom Equity

June 8, 2022
Invest with the Best: Navigating a Preferred Stock Term Sheet

April 6, 2022
So You Have a Great Idea – Now How Do You Avoid Giving Away the Secret Sauce? Key Items to Be on the Lookout for in Non-Disclosure Agreements

May 20, 2020
PPP Updates: Loan Forgiveness and Foreign Affiliates

May 13, 2020
Last Minute FAQ Creates Some Relief on Necessity Certification

April 29, 2020
A Curveball by the SBA Unsettles the Application Process for the PPP Program

April 7, 2020
Importance of Reviewing your Operating Agreement: Certain Practical Considerations in Light of the Coronavirus (COVID-19) Pandemic

March 25, 2020
Potential Traps for the Unwary: Significant Contractual Provisions that Parties Should Be Aware of in Light of COVID-19

March 17, 2020
Contractual Provisions and COVID-19: What Clients Need to Know Regarding Material Adverse Effect and Force Majeure Clauses

May 20, 2019
LLC Agreements

May 20, 2019
Protecting My Brand and Content

July 18, 2018
Key Concerns for Individuals Considering Becoming Directors of Private Companies and a Review of Indemnification and D&O Insurance

April 5, 2018
Should You Take that Board Seat?
Private Company Director

Representative Matters

- Represented NYIAX, Inc. a US-based online platform media buying company, in its purchase of two majority-owned subsidiaries of Collective Audience, Inc., a publicly-traded digital media buying company, one in France and the other in the United States.
- A team of corporate lawyers, led by Lindsay Kaplan, represented Reposite, a travel and event planning vendor and supplier sourcing platform powered by AI, in its acquisition by Cvent, an industry leading provider of event and planning technologies. Moses Singer's Mergers & Acquisition, Information Technology and Tax teams advised on the complicated and highly compressed deal process, including matters relating to Reposite's technologies, insurance, customers and vendors.
- Represented Qualified Digital (QD), a premier full-service digital business and experience agency, in the equity investment and partnership with Stella Point Capital (SPC). The investment and partnership will enable QD and SPC to accelerate and elevate QD's practice of a strategy-first approach to customer experience, data, content and technology.

Top 3 with Lindsay: Corporate and M&A Insights

Working Capital Adjustments: What You Don't Know, Can Cost you

Click here for the latest installment of "Top 3 with Lindsay: Working Capital Adjustments: What You Don't Know, Can Cost You.

Three of the Top Risks of Using Rollover Equity in the Sale of a Business

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights" where today's post will focus on three of the Top Risks of Using Rollover Equity in the Sale of a Business.

Rollover Equity in M&A Deals: What Business Owners Need to Know

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights" where today's post will focus on three reasons why rollover equity may be attractive to buyers and sellers.

Three Issues You Should Consider in Connection With Succession Planning

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights" where today's post will focus on three issues you could consider in connection with succession planning.

Three of the Top Ways Companies Can Establish Trade Secret Protection Over Confidential Information

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights" where today's guest author John Baranello discusses three ways companies can protect their trade secrets.

Three Ways A Lawyer Can Help Avoid Unnecessary Costs and Expenses Under Your Commercial Lease

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights" where today's guest author Nahum Palefski discusses three ways a lawyer can help protect you from potentially avoidable tenant expenses under your commercial lease.

Three Common Ways for M&A Buyers to Protect Their Investment

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights." In this installment, Lindsay discusses how buyers can protect their investment in M&A transactions.

Incentivizing your Workforce

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights." In this installment, Lindsay discusses ways to incentivize your employees.

"Top 3" Ways to Reduce Litigation Uncertainty at the Contract Stage

Click here for the latest installment of "Top 3 with Lindsay: Corporate and M&A Insights" where today's guest author Robert McFarlane discusses issues related to litigation uncertainty at the contract stage.

Top Three Pre-Sale Due Diligence Considerations

Click here for the latest installment of “Top 3 with Lindsay: Corporate and M&A Insights" where today's guest speaker Michelle Cox discusses three issues relating to pre-sale due diligence, with focus on: 1) Equity Issues, 2) Commercial Contract Issues and 3) Intellectual Property Issues.

Top Three Issues Relating to Employment Agreement

Click here for the latest installment of “Top 3 with Lindsay: Corporate and M&A Insights." In this installment, Lindsay discusses three issues relating to employment agreements, with focus on: 1) Compensation, 2) Grounds for Termination and 3) Restrictive Covenants.

Top Three Common Cap Table Mistakes

Click here for the latest installment of “Top 3 with Lindsay: Corporate and M&A Insights." In this installment, Lindsay discusses three common cap table mistakes, with a focus on: 1) Not Understanding the Full Landscape of Options when Issuing Equity, 2) Not Understanding Applicable Mechanics and 3) Not Following Corporate Formalities.

Top Three Estate Planning Considerations for Business Owners

Click here for the latest installment of “Top 3 with Lindsay: Corporate and M&A Insights.” where today's guest speaker George R. McCormick discusses three estate planning considerations for business owners, with a focus on: 1) Estate Taxes, 2) Asset Protection and 3) Succession Planning.

Top Three Exit Strategy Provisions in Limited Liability Company Agreements

Click here for the latest installment of “Top 3 with Lindsay: Corporate and M&A Insights.” where today's guest speaker Kirk Haynes, Jr. discusses three exit strategy provisions in limited liability company agreements, with a focus on: 1) Put / Call Options, 2) Buy / Sell and 3) Third Parties.

Top Three Hot Button Issues for Customer Contracts

Click here for Lindsay Kaplan’s next installment of “Top 3 with Lindsay: Corporate and M&A Insights.” In this installment, Lindsay discusses three hot button issues for customer contracts, with a focus on: 1) Restrictive Covenants, 2) Other Covenants and 3) Client Concentration.

Top Three Considerations when Reviewing an M&A Letter of Intent

Click here for Lindsay Kaplan’s next installment of “Top 3 with Lindsay: Corporate and M&A Insights.” In this installment, Lindsay discusses three considerations when reviewing an M&A Letter of Intent, with a focus on: 1) How the purchase price and purchase price adjustments are determined, 2) How the earnout is structured and 3) How the closing conditions are drafted.

Top Three Concerns for Minority Investors Reviewing Operating Agreements and Other Constituent Documents

Click here for Lindsay Kaplan’s third installment of “Top 3 with Lindsay: Corporate and M&A Insights.” In this installment, Lindsay discusses three of the top concerns for minority investors when they review operating agreements and other constituent documents, with a focus on: 1) economics, 2) minority member protection and 3) the exit.

Top Three Business Concerns for Minority Investors Investing in Early-Stage Companies

Click here for Lindsay Kaplan’s discussion on three of the top areas of concern that minority investors should consider from a business perspective when investing in an early-stage company, with a focus on: 1) alignment of economic goals, 2) obstacles to achieving goals and 3) economics.

Top Three Mistakes Founders Make when Launching a Business

Click here for Lindsay Kaplan’s discussion on three of the most common mistakes she sees founders make when launching their business, including: 1) not considering “breakup” scenarios, 2) not thinking through governance issues and 3) not securing intellectual property.