



## **JOHN M. WELGE**

**Partner**

**St. Louis**

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### **BIOGRAPHY**

With over 30 years of experience advising on corporate law, John's practice focuses on leading middle-market mergers and acquisitions for individuals and corporate clients buying and selling businesses in the U.S. and across the world. He also advises his clients on a broad range of business law matters including corporation and limited liability company structure and formation, corporate reorganizations and restructurings, venture capital and private equity investments, leveraged buy-outs, private stock offerings, joint ventures, commercial agreements, and statutory matters under Missouri and Delaware corporate law. To obtain the best business, financial, and legal outcome for his clients, John also leverages his prior experience as a CPA with Big 4 and national accounting firms.



## CIVIC INVOLVEMENT & HONORS

- Missouri Lawyers POWER List in top Missouri Merger & Acquisition Attorneys
- Chambers USA, Corporate/M&A, 2023
- The Best Lawyers in America®, 2018-2020
- The Legal 500 United States 2017-2018: M&A: middle-market (SUB-\$500M)

## MULTIMILLION-DOLLAR TRANSACTIONS FOR GLOBAL CLIENTS

John has led deal teams on significant, multimillion-dollar transactions for several global clients, including Emerson Electric, Bayer, Energizer, PricewaterhouseCoopers, Anheuser-Busch InBev, Schnitzer Steel, AstenJohnson and Watlow Electric. His extensive experience in leading all aspects of cross-border transactions includes the structuring, negotiation, due diligence and document preparation and review for transactions in England, Germany, France, Italy, Denmark, Norway, Romania, China, Israel, Canada, Mexico, Brazil, Chile, and India. His clients span a broad range of industries including industrial manufacturing, food manufacturing, auto recycling, telecommunications, high fashion retail, community banking, and healthcare.

A trusted business advisor, John develops long-term relationships with his clients by gaining a deep understanding of their businesses and their concerns, and taking a pragmatic business and client service-oriented approach to solving their legal issues. Many of his clients have turned to John as their go-to counsel for decades.

Outside of his legal practice, John has served as the board treasurer and board member of Operation Food Search, a 501(c)(3) charitable organization in St. Louis that operates a food bank to nourish and educate those in need.

Prior to joining the firm in 1994, John was an associate with an international law firm in Houston, Texas.

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## **ADMISSIONS**

- Missouri, 1995

## **EDUCATION**

University of Houston, J.D., *cum laude*, 1991

University of Illinois, B.S., 1986

## **RELATED PRACTICE AREAS**

- M&A & Corporate Finance
- Strategic Alternatives & Corporate Reorganization
- Financial Services Corporate & Regulatory Team

- Corporate
- Finance
- AdTech
- PropTech
- Banking Sector
- Israel Practice
- Funds Finance
- Workouts & Financial Restructuring
- Wealth Management
- Subchapter S
- Going Private
- Community Banking Litigation
- De Novo Banking
- Bank Transactions & Strategy
- Bank Regulatory Compliance, Operational Support & New Products
- Data Center & Digital Infrastructure Team

## EXPERIENCE

Emerson Electric Co. (NYSE: EMR), U.S.-based global leader in technology and software automation solutions for the world's essential industries, on multiple domestic and cross-border acquisitions, divestitures and joint ventures over the past 30 years, including:

- acquisition of Switzerland-based Afag Holding AG, a company that designs and sells support for motion and assembly automation components, from Schaeff Holding AG
- sale of Canadian-based chart reading business for the oil & gas industry, to Howard Truechart Canada Limited
- sale and licensing of business unit assets used in vent valves business for naval and marine customers, to Kentucky-based Lexair, Inc.
- sale of Mexico-based business unit manufacturing electronic water heater control valves and pilot burners for the atmospheric vented water heater market, to SIT Manufacturing N.A. S.A. de C.V.
- sale of stock and assets of metering and control products business, including differential pressure fittings and plates, liquid control valves and liquid turbine meters.

- acquisition by merger of 7AC Technologies, Inc., a company whose business includes selling membrane-based liquid dessicant HVAC parts, assemblies and systems.
- lead counsel in all aspects of structuring, negotiation, shareholder approval, document preparation and completion of \$99 million acquisition by merger of Israel-based Spectronix Ltd., developer of safety devices and systems for the civilian and military markets; Spectronix was publicly held and listed on the Tel Aviv stock exchange prior to becoming a subsidiary of Emerson Electric Co. by the merger
- acquisition of California-based Bioproduction Group, a process software designer
- acquisition of Missouri-based Mynah Technologies, LLC, a software solution provider
- acquisition of Texas-based Blending & Transfer business of FMC Technologies, Inc., with subsidiary operations in China
- acquisition of United Kingdom-based K Controls, manufacturer of highly engineered instruments
- Lead counsel on multiple middle market cross-border acquisitions and divestitures throughout the world, including most recently in the U.S., Germany, India, Israel, Canada, Mexico, England, Italy, Norway, Denmark, Brazil and Chile.

PricewaterhouseCoopers LLP in the formation of and continuing amendments to a joint venture in India to perform accounting functions for affiliated PwC entities from various countries

Hyperion Materials & Technologies, a leading global materials science company that develops advanced hard and super-hard materials for a variety of industries and applications, in various acquisitions, including:

- acquisition of Dura-Metal, manufacturer of wear- and corrosion-resistant precision tools and components from cemented carbides, advanced technical ceramics, ferroalloys, and high-speed steels
- acquisition of Crafts Technology – manufacturer of advanced systems and tooling to enhance utilization and performance of industrial equipment
- acquisition of GLE Precision – manufacturer of precision tooling, dies, components and other special wear parts
- acquisition of Aggressive Grinding Services – a leader in precision carbide grinding and advanced ceramic finishing

AstenJohnson, a privately-held global manufacturer for the worldwide paper industry, since 1790, in various reorganizations, acquisitions and divestures, including:

- acquisition of Eagle Nonwovens, Inc., a manufacturer of technical needlepunch nonwovens
- acquisition of Foss Performance Materials, a pioneer in the use of nonwoven needle punch fabrics and specialty synthetic fibers
- divestiture of the Paperchine business unit to Andritz (USA), Inc.
- reorganization of subsidiaries in multiple jurisdictions around the globe

Watlow Electric Company, a privately-held engineering and electronics manufacturer, in various corporate and acquisition transactions, including:

- acquisition of California-based Semiconductor Tooling Services, Inc.
- acquisition of Texas-based Yarbrough Southwest, Inc.
- acquisition of the assets of California-based CRC
- corporate restructuring of worldwide subsidiaries

Schnitzer Steel Industries, Inc. (NASDAQ: SCHN) in the analysis and structuring of a potential joint venture in the automotive parts industry

Represent successful individual executive in the buy-out of her stock holdings from company she founded, along with negotiation of ongoing employment and consulting relationships

Waterloo Bancshares, Inc., a community bank holding company with over \$600 million in assets, in various transactions and ongoing corporate matters, including:

- acquisition of Illinois-based Best Hometown Bancorp, Inc., including subsidiary bank merger and related bank regulatory matters
- acquisition of Illinois-based Prairie National Bank, including bank regulatory matters
- acquisition of Illinois-based Village Bancshares, Inc., including subsidiary bank merger and related bank regulatory matters
- Underwritten private placements of \$6.3 million of common stock, \$8.6 million common stock and \$7.25 million of subordinated indebtedness

Chester Bancorp, Inc. in various corporate restructurings, including its mutual-to-stock conversion, initial public offering, stock splits and going-private transactions, branch purchase and assumption transaction, and various on-going corporate matters

Private family investment company in the acquisition of separate related Illinois businesses, including real estate, coal mines, farmland and trucking operations for approximately \$4 million

Huckle Media LLC in the sale of its multi-site community newspaper business in southern Minnesota, including 10 community newspapers, 17 websites, shopping guides, a digital agency and a commercial printing facility, to Adams Publishing Group, LLC

Gilster-Mary Lee Corp. in the sale of its Duncan Hines branded cake mix and brownie mix manufacturing facilities in Illinois to Pinnacle Foods Group LLC (NYSE: PF), and in the sale of the real estate and operating assets of its B&R Plastics subsidiary in Denver, Colorado

U.S. private individual in sale of 36 retail stores in Mexico to First Cash Financial Services, Inc. (Nasdaq: FCFS), leading provider of specialty consumer financial services and related retail products

American Railcar Leasing, a leader in the leasing and sale of specialized railroad tank and covered hopper railcars, in a \$623 million joint venture for the purchase and leasing of railcars, entered into with American Railcar Inc. (Nasdaq: ARII), leading North American designer and manufacturer of hopper and tank railcars

Energizer Holdings, Inc. (NYSE: ENR) in its \$300 million acquisition of American Safety Razor in a Section 363 sale in Federal Bankruptcy Court in Delaware

Cejon, Inc. in sale to Steven Madden, Ltd. (Nasdaq: SHOO), retailer of footwear and fashion handbags and accessories

Stephens Group and CoreLink, LLC in the acquisition of Expanding Orthopedics, Limited, an Israeli company

## RELATED INSIGHTS

Awards

Jun 08, 2023

**Legal 500 US 2023**

News

Jun 01, 2023

**Chambers USA 2023**

News

Apr 28, 2023

**Partners named to Missouri Lawyers Media POWER list for M&A**

News

Sep 02, 2022

**BCLP recognized as a "Firm to Watch" in India Business Law Journal**

Awards

Aug 02, 2022

**Refinitiv First Half Review 2022**

Awards

Jun 15, 2022

**BCLP's Mid-Market M&A Practice Ranked in Multiple Global Surveys**

Awards

Jun 08, 2022

**Legal 500 US 2022**

Awards

Jun 14, 2021

**The Legal 500 US 2021**

News

Mar 04, 2021

**BCLP Advises Watlow in Sale to Tinicum**