

Jonathan P. Witt

Partner

jwitt@foley.com

Detroit

313.234.7111



Jonathan (Jon) Witt practices in the areas of cross-border mergers and acquisitions, capital markets, corporate governance, and general corporate law. He is a partner in the firm's Transactional Practice, Capital Markets Practice, Automotive Industry Team, and Manufacturing Sector.

Jon has represented buyers, sellers, and investors in over 80 transactions aggregating over US \$9 billion in total deal consideration. Jon's combination of transaction experience and his practical, solutions-based perspective allows him to advise his clients in a realistic fashion, without being risk averse. Jon prides himself in knowing what his clients want and consistently finding consensus in a transaction without sacrificing his client's objectives in the process.

Representative Experience

Mergers and Acquisitions Experience

Jon represents both public and private acquirers and targets in domestic and cross-border mergers and acquisitions transactions. Jon represents strategic, private equity and venture capital clients in a wide array of industries.

Select Mergers and Acquisitions Transactions

- Represented a Wisconsin-based software company in its sale to a Paris-based, worldwide leader of 3D and product lifecycle management solutions.
- Represented a Wisconsin-based software company with operations in the Netherlands and Singapore in its sale to a Swedish public company.
- Represented a Wisconsin-based manufacturer of foodservice applications in its sale to a Wisconsin-based food service equipment manufacturer.
- Represented a global manufacturer of water filters, pump systems, and pool accessories in its complex acquisition of a Vancouver-based aquaculture business with worldwide operations, including Chile and

China.

- Represented Arians Company in its acquisition of three specialty brand catalog businesses from W.W. Grainger, Inc.
- Represented a global manufacturer of portable machine tools and welding systems in its sale to a San Francisco-based private equity firm.
- Represented a leading global technology provider in its divestiture of an enterprise software and payment solutions system.
- Represented a leading global provider of financial services technology in its acquisition of an electronic payment gateway services company.
- Represented an international wealth management, capital markets, private equity, and asset management firm in its acquisition of an investment firm with client assets of over US\$10bn.
- Represented a Wisconsin-based manufacturer of private-label baked custom snacks in its sale to a publicly-traded salty snack company.
- Represented Everett Smith Group, a global car seat manufacturer, in its sale of Eagle Ottawa to Lear Corporation.
- Represented Tower Three Partners in its acquisition of 12 private and resort golf courses from Heritage Golf Group, a portfolio company of the Chicago-based private equity firm, GTCR. The golf course properties included a number of PGA-affiliated courses located in Florida, Texas and South Carolina.
- Represented a leading manufacturer of ready-to-serve “aseptic” food and beverages in its sale to a private equity firm.
- Represented a Japanese publicly-traded corporation in its acquisition of a global motion control systems manufacturer.
- Represented Magnetek, Inc., a publicly-traded digital power and motion control systems corporation with operations in Mexico, England, and Canada, in its sale to Columbus McKinnon Corporation.
- Represented The Manitowoc Company, Inc., a multi-industry, capital goods manufacturer, in its divestiture of its Kysor Panel Systems business to an affiliate of D Cubed Group LLC, a private market investment firm.
- Represented a Wisconsin-based printing company in its Latin American internal restructuring involving subsidiaries in Brazil, Columbia, Luxembourg, Spain, and the United States.
- Represented Paper Machinery Corporation, a leading manufacturer of paper cup machines and its shareholders in connection with the transition of 100% ownership of the company to an Employee Stock Ownership Plan.
- Represented a London-based private equity firm in its acquisition of a Canadian-based customer intelligence software company.
- Represented an AIM listed, London-based provider of portfolio analysis solutions in its acquisition of a New York-based investor analytics company.
- Represented a Texas-based private equity company in its acquisition of a Texas-based full-service waste management and recycling firm with locations throughout the southeastern United States.

- Represented a Wisconsin-based rubber-molding company and its Mexican affiliate, in its sale to a Boston-based private equity firm.
- Represented an Illinois-based premium-quality, professional-grade tools manufacturer in its acquisition of a Pennsylvania- and UK-based telecommunications and power utility manufacturer.
- Represented an international-based steel company in its acquisition of an Illinois-based processor and polisher of stainless steel, aluminum, and nickel alloys.
- Represented one of the nation's leading providers of complex rehab technology in its acquisition of a complex rehab technology provider with seven locations in the western United States.
- Represented a Michigan-based, global hydraulics company in its sale to an Illinois-based private equity firm.
- Represented a middle market debt advisory group in a foreclosure proceeding against a nutritional supplement franchise business.
- Represented National Research Corporation, a publicly traded health care consulting company, in a recapitalization transaction that exchanged each share of class B common stock for one share of class A common stock, plus cash.
- Represented an international-based steel company in its acquisition of a California-based full-service manufacturer of standard and custom aluminum extrusions.
- Represented Regal Beloit Corporation in its international divestiture of its drives technologies business to Sun Capital Partners, Inc., a leading private investment firm specializing in leveraged buyouts and investments in market-leading companies.
- Represented Palmer Holland, a North American specialty chemical and ingredient distributor of raw materials, in connection with the transition of 100% ownership of the company to an Employee Stock Ownership Plan.
- Represented a large German publicly-traded company in its acquisition of a San Francisco-based market-leading iPaaS company.
- Represented a Detroit-based private equity firm in connection with the sale of its North Dakota-based pea and barley processor portfolio company.
- Represented a Texas-based, ESOP-owned, legal and financial services technology and outsourcing company, in its sale to a Chicago-based private equity firm.
- Represented OmniComm Systems, Inc. (OTCQX: OMCM), a publicly-traded, strategic software solutions provider to the life sciences industry, in its sale to Anju Software, Inc.
- Represented Lakeview Equity Partners in its sale of its portfolio company, UAS Laboratories, to Chr. Hansen Holding A/S for approximately US \$530m (net of tax assets).
- Represented Harley-Davidson Inc. in connection with the creation of a joint venture for its e-bicycles business.
- Represented Regal Rexnord Corporation in its acquisition of a Wisconsin-based material handling systems manufacturer for approximately US \$310m.
- Represented Caterpillar Inc. in its acquisition of Enhanced Energy Group, Inc. operating as "CarbonPoint Solutions," a U.S.-based carbon capture technology company.

- Represented PetMed Express, Inc. (NASDAQ: PETS) in its acquisition of a New York-based pet prescription and supplies company for approximately US \$36m.
- Represented BMT Aerospace, a Belgium-based aerospace company, in its acquisition of a Michigan-based, family-owned commercial heat treat company.
- Represented Mill Rock Capital, a growth and operations-oriented private investment firm, in connection with its acquisition of Asbury Carbons, Inc., a provider of advanced materials specializing in carbon additive solutions for a wide range of end markets and applications, from the Riddle family and the Asbury Carbons, Inc. Employee Stock Ownership Plan.

Employee Stock Ownership Plan (ESOP) Experience

Jon represents closely held businesses in connection with their transition of ownership to an ESOP. Jon also represents buyers and sellers in transactions in which the target company is either partially-or wholly-owned by an ESOP.

Capital Markets and Corporate Governance Experience

Jon represents issuers in public and private equity and debt securities offerings and provides continuing advice to public companies regarding their federal securities law compliance, disclosure and reporting obligations and corporate governance. Jon represents or has represented numerous publicly traded companies, including BorgWarner Inc. (NYSE: BWA), Penske Automotive Group (NYSE: PAG), Fiserv, Inc. (NASDAQ: FISV), Oshkosh Corporation (NYSE: OSK), Rockwell Medical Inc. (NASDAQ: RMTI), National Research Corporation (NASDAQ: NRC), Advanced Energy Industries, Inc. (NASDAQ: AEIS), Regal Rexnord Corporation (NYSE: RRX), Marcus Corporation (NYSE: MCS), PetMed Express, Inc. (NASDAQ: PETS), Steven Madden, Ltd. (NASDAQ: SHOO), Lightning eMotors, Inc. (NYSE: ZEV), and Snap-on Incorporated (NYSE: SNA), among others.

Select Capital Markets Transactions

- Represented Whiting Petroleum Corporation in a US \$350m 6.500% Notes Offering.
- Represented Snap-on Incorporated in a US \$250m 4.250% Notes Offering.
- Represented Briggs & Stratton Corporation in a US \$225m 6.875% Notes Offering.
- Represented Bemis Company, Inc. in a US \$400m 4.500% Notes Offering.
- Represented Fiserv, Inc. in a US \$700m 3.500% Notes Offering.
- Represented Cummins, Inc. in a US \$500m 3.650% Notes Offering.
- Represented Oshkosh Corporation in a US \$250m 5.375% Rule 144A and Reg. S Offering.
- Represented BorgWarner Inc. in a US \$1.1bn 2.650% Notes Offering.
- Represented BorgWarner Inc. in a private exchange offer for Delphi Technologies' 5.00% Senior Notes.

General Corporate Law Experience

Jon's general corporate law experience is broad-based, including company formation, capital raising, equity holder agreements, employee and consulting agreements, commercial arrangements, joint ventures, and

strategic planning.

Select Proxy Contest and Hostile Tender Offer Defense Transactions

- Represented Oshkosh Corporation in its defense against a proxy contest and hostile tender offer waged by Carl C. Icahn.
- Represented Rockwell Medical, Inc. in its defense against a proxy contest waged by Richmond Brothers, Inc.

Thought Leadership

Jon is a frequent speaker and author on mergers and acquisition issues, ESOP issues, SEC compliance and corporate governance matters.

Sectors

- [Automotive](#)
- [Food & Beverage](#)
- [Manufacturing](#)

Practice Areas

- [Capital Markets & Public Company Advisory](#)
- [Corporate](#)
- [Mergers & Acquisitions](#)
- [Transactions](#)

Education

- Georgetown University Law Center (J.D., 2009)
 - Certificate in refugee and humanitarian emergencies
 - Academic achievement award in advanced human rights
- Marquette University (B.A., 2006)
 - Inducted into Alpha Sigma Nu, the highest honor society for Jesuit universities, which honors students who not only distinguish themselves in their academic pursuits, but also in their loyalty to the values of their Jesuit education. Only 4% of each class of a Jesuit university is eligible for induction into Alpha Sigma Nu.

Admissions

- Michigan
- Wisconsin (Inactive)