David A. Edgar

partner

David advises public and private companies, boards of directors, special committees and senior management on a wide range of complex corporate matters, including mergers and acquisitions, capital markets transactions, activist planning and defense, and corporate governance. His transactional experience spans domestic and cross-border mergers and acquisitions, leveraged buyouts, “going private” transactions, strategic joint ventures, corporate financial restructurings and recapitalizations and venture capital and private equity financings, restructurings and exits.

In his practice, David represents a broad range of clients, from privately held growth and technology companies to large public companies, as well as financial investors and investment banking firms in mergers and acquisitions transactions. His clients include companies in a diverse range of industries, including technology, financial services, software, manufacturing, education, robotics, information technology, media, and life sciences.

David is a speaker, author and innovative thought leader on a variety of corporate law topics, including mergers and acquisitions, corporate finance, venture capital and corporate governance.

REPRESENTATIVE MATTERS

- Acted as legal counsel to the Special Committee of the Board of Directors of Weis Markets, Inc. in the Special Committee’s negotiation and recommendation of Weis Markets’ repurchase of its common stock from The Patricia R. Weis Marital Trust and The Patricia G. Ross Weis Revocable Trust for an aggregate purchase of US$140 million.
- Advised MSA Safety Incorporated (NYSE: MSA), a US-based global organization committed to developing, manufacturing, and supplying safety products, on the acquisition of all shares in M&C TechGroup Germany GmbH, a Germany-headquartered market leader in comprehensive gas analysis solutions, known for its strong innovation capabilities and longstanding industry expertise. The transaction, priced at €175 million, was completed through a structured bidding process.

CONTACT

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EDUCATION

The Ohio State University Moritz College of Law, J.D., 1996

King’s College, B.A., 1993

SERVICES

Mergers & Acquisitions

Business Growth & Operation

- Corporate governance
- Venture capital and private equity
- Organization, planning and financing

Financial Institutions

- Financial institution regulation and corporate governance
- Mergers and acquisitions, and other regulatory matters

Securities

- Regulatory compliance and corporate governance

- Represented Florida-based PEAK Reps, LLC, which offers services as an independent broker-dealer, a registered investment adviser, and an insurance support organization, in conjunction with its equity sale to Indiana-headquartered Financial Services Holdings, LLC. Financial Services Holdings, LLC is a financial service organization that operates as Thurston Springer.
- Advised Crane Holdings, Co. (NYSE:CR) in connection with its divestiture of Redco Corporation, a wholly owned subsidiary that holds asbestos liabilities and related insurance assets, to Spruce Lake Liability Management Holdco LLC. Crane Holdings, Co. is a diversified manufacturer of highly engineered industrial products. Spruce Lake is a long-term management company specializing in the acquisition and management of legacy corporate liabilities.
- Represented Continental AG (ETR: CON), through its wholly owned subsidiary ContiTech USA, Inc., in connection with its acquisition of 100% of the outstanding equity of WCCO Belting, LLC. Germany-based Continental is a multinational automotive, industrial, and agricultural technology and parts manufacturing company. WCCO Belting is a North Dakota-based specialized industrial and agricultural belting manufacturing company with a subsidiary in Texas, the company distributes to more than 20 countries around the world.
- Represented Sinch AB (STO: SINCH) in connection with a definitive agreement to acquire MessengerPeople, a leading German software-as-as-service platform for conversation messaging. Sinch will pay a total enterprise value of €48 million, with a total cash consideration of €33.6 million and €14.4 million paid in the form of new shares in Sinch. The transaction is expected to close in the fourth quarter of 2021. A global leader in cloud-based communications for mobile customer engagement, Sinch is headquartered in Stockholm, Sweden, and has a presence in more than 40 countries. With easy-to-use applications that are designed for business users, MessengerPeople complements Sinch's API-based offering for lager enterprises and channel partners. The acquisition builds on Sinch's ongoing organic investments and previous acquisitions in next-generation, conversational messaging.
- Represented Sinch AB (STO:SINCH) in connection with its acquisition of Pathwire for a total consideration of US$1.925 billion on a cash and debt-free basis. The consideration will be split between cash and stock of Sinch, and closing of the transaction is expected to occur before the end of 2021. A global leader in cloud-based communications for mobile customer engagement, Sinch is headquartered in Stockholm, Sweden and has a presence in more than 40 countries. Pathwire is a trade name for the combined business of Mailgun and Mailjet, a leading cloud-based email delivery platform with its products for developers and marketers. The acquisiton of Pathwire makes Sinch one of the few global Communications Platform as a Service (CPaaS) providers that can deliver leading quality at scale across the various main digital communications channels that businesses use to engage with their customers.
- Represented AGC Flat Glass North America Inc., one of the largest manufacturers of glass and glass-related products in North America, in connection with the sale of its architectural glass business to Cardinal Glass Industries. The glass facilities subject to sale included AGC's Greenland, Tennessee float glass manufacturing plant with two furnaces and one coater; its coating facility in Abingdon, Virginia; and a float plant in Spring Hill, Kansas, with one furnace. Cardinal Glass Industries operates 42 locations in the United States, including five float glass manufacturing facilities.
- Represented Sinch AB (STO: SINCH) in connection with its acquisition of Inteliquent, the largest independent voice communications provider in the United States, for a total cash consideration of US$1.140 billion on a cash and debt-free basis. A global leader in cloud-based communications for mobile customer engagement, Sinch is headquartered in Stockholm, Sweden and has presence in more than 40 countries. This acquisition expands Sinch's role in voice connectivity for enterprises and telecom carriers in the United States.
- Advised Sinch AB (STO: SINCH) on its acquisition of SAP SE's Digital Interconnect group, for a total cash consideration of €225 million. SDI offers cloud-based communications products and serves more than 1,500 enterprise customers and 500 mobile operators, spanning 190 countries. A global leader in cloud communications for mobile customer engagement, Sinch is headquartered in

Stockholm, Sweden, and has a presence in more than 40 countries. The cross-border carve-out transaction involves a stock acquisition of entities located in the U.S., Finland, and China, together with asset acquisitions across approximately 30 countries.

- Advised RWE Group on its sale of Georgia Biomass, a large-scale producer of industrial wood pellets located in Waycross, Georgia. RWE Group, headquartered in Essen, Germany, is one of the world's leading companies for renewable energy.
- Represented Crane Co. in the US$172 million purchase of the Instrumentation and Sampling business of CIRCOR International, Inc., a provider of flow control solutions and other highly engineered products for the industrial, energy, aerospace, and defense markets.

BAR ADMISSIONS

- Pennsylvania
- Supreme Court of the United States

PUBLICATIONS

- “How to break into the top 1% of law podcasts,” *More Than A Lawyer Podcast*, Nov. 16, 2024
- “M&A in 30 minutes,” *Cockpit Counsel LinkSquares Podcast*, Nov. 22, 2024
- “M&A disputes report: A global perspective,” *Berkeley Research Group*, 2021

PROFESSIONAL ASSOCIATIONS

- American Bar Association

HONORS | AWARDS

- *Chambers USA*, Corporate/M&A, Pennsylvania, 2022-2025
- *The Legal 500 United States*, Recommended Lawyer for M&A: Middle-Market, 2023-2025