



## Douglas M. Worley

### PARTNER

St. Louis, MO

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HUSCHBLACKWELL  
SANDERS LLP

### Significant Accomplishments

- Represented and assisted several public and private companies in all aspects of significant merger, acquisition and divestiture transactions, including transactions involving manufacturing facilities, loan portfolio, a laser technology company, construction and pipe rehabilitation companies and an independent power plant portfolio
- Represented and advised NYSE and NASDAQ listed companies regarding various matters under the Securities Exchange Act of 1934 and corporate governance issues, including periodic reporting requirements, proxy statements and compliance with the Sarbanes-Oxley Act of 2002
- Assisted private foundation as a majority shareholder of a significant public company in certain securities transactions, including a secondary offering, merger and related Securities Exchange Act filings
- Assisted national banking association with issuance of letter of credit in support of Health Facilities Revenue Bonds
- Significant experience with conducting due diligence in connection with merger and acquisition transactions
- Negotiated and advised clients with respect to various commercial and employment-related agreements, including buy/sell and shareholder agreements and non-compete agreements
- Advised and formed a variety of start-up companies
- Assisted clients with a variety of secured and unsecured loan transactions

### Representative Clients

- A.G. Edwards & Sons, Inc.
- Emerson Electric Co.
- Guaranty Federal Bancshares, Inc.
- Insituform Technologies, Inc.

### Professional Affiliations

- Bar Association of Metropolitan St. Louis
- Securities Regulations and Business Organizations Committees, 2000-Current
- The Missouri Bar

### Civic and Charitable Organizations

- Project Angel Tree

### Practice Areas

- Mergers & Acquisitions
- Securities & Corporate Governance
- Closely Held Business
- Commercial Transactions

### Education

- J.D., University of Missouri - Columbia, 1997  
*Journal of Dispute Resolution*,  
Managing Editor
- CPA, Missouri, 1989
- B.S., Accounting, University of Missouri - Columbia, 1988

### Admissions

- Missouri, 1997

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## **Background**

- Named as Partner, 2006
- Joined firm as Associate, 1999
- Associate, Carmody MacDonald, P.C., 1997-1999
- Senior Auditor, Angelica Corporation, 1991-1994
- Staff Auditor, Baird, Kurtz & Dobson, CPAs, 1989-1991