

Joseph C. Marrow

Member

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Joe serves as outside general counsel to a wide range of privately-held emerging and middle-market companies. He guides his clients through all phases of the business life cycle, from corporate formation to liquidity events. Clients rely on Joe as a trusted advisor both with respect to legal and non-legal matters.

While Joe's practice encompasses a variety of legal issues including incorporations, debt and equity financings, and corporate governance, he has particular expertise in the area of M&A transactions, counseling clients on both the buy-side and the sell-side. Utilizing his prior experience as a commercial business litigator, Joe also advises his clients on preventative measures to help avoid the high cost of protracted litigation.

Joe services clients in a wide variety of sectors including technology, software, professional services, medical devices, analytical instruments, and life sciences.

For many years, Joe has been actively involved in firm management. He has served as the Chair of the Firm's Corporate Practice Group and Chair of its M&A Practice Group. Additionally, Joe served on the Firm's Advisory and Management Committees and chaired the Marketing Committee, lending his insight and experience to the Firm's marketing, branding, and business development efforts.

Joe has been recognized for his work as a corporate attorney by being named a Super Lawyer every year since 2011.

Representative Matters

- Represented **ClearEdge Partners, Inc.,** a firm specializing in information technology spend management and software asset management in connection with its sale to a publicly-traded multinational professional services company.

Education

Northeastern University School of Law, J.D.

Bowdoin College, A.B., *magna cum laude*

Admissions

Massachusetts Bar

Languages Spoken

Spanish

Practice Areas

Commercial Debt Financing
Corporate
Mergers & Acquisitions
Startups & Emerging Companies
Venture Capital

Industries

Cannabis
Consumer Goods & Services
FinTech

- Represented **Rentschler Biopharma SE**, a leading contract development and manufacturing organization (CDMO) for biopharmaceuticals, in connection with the acquisition of a U.S. manufacturing site from an affiliate of Shire plc.
- Represented **WinterWyman**, a leading executive search firm, in connection with its sale to The Planet Group, a portfolio company of MidOcean Partners.
- Represented **RapidPulse, Inc.**, a medical device company developing minimally invasive vascular products for treating ischemic stroke, in connection with a $15 million Series A financing.
- Represented **ADK Group, LLC**, a digital product design and development company, in connection with its sale to projekt202, LLC, a wholly-owned subsidiary of Amdocs (NASDAQ: DOX).
- Represented **89 Degrees, Inc.**, a provider of marketing agency services and technology solutions, in connection with its sale to Iris Americas, Inc.
- Represented **Mosse & Mosse Associates LLC**, an employee benefits and retirement plan consulting firm, in connection with its sale to Risk Strategies Company.
- Represented **Chamow & Associates**, a leading biopharmaceutical consulting company, in connection with its sale to Alira Health, a leading international healthcare and life sciences advisory firm.
- Represented **Vivonics, Inc.** in its sale of certain Artificial Lung technology to Lung Biotechnology PBC, a wholly-owned subsidiary of United Therapeutics Corporation.
- Represented **AbPro Corporation**, a biotechnology company engaged in the delivery of antibodies for research purposes, in multiple rounds of equity financing.
- Represented a manufacturer and supplier of active alignment technologies in connection with financing activities and its sale to a strategic partner.
- Represented **Spectro Scientific, Inc.**, a leading provider of analytical instruments and software for oil and fuel analysis, in connection with acquisitions of Wilks Enterprise, Inc., and On-Site Analysis, Inc.
- Represented **SciAps, Inc.**, an instrumentation company specializing in portable analytical instruments, in connection with the acquisition of DeltaNu and in connection with multiple rounds of debt and equity financings.
- Represented **B.E. Peterson, Inc.**, a contract manufacturing and custom metal fabricator, in connection with a management-led buyout involving a debt and equity recapitalization.
- Represented **GeoVantage, Inc.**, an aerial imaging company for commercial applications, in connection with a Series A Financing round.
- Represented **Bridgeline Digital, Inc.** (NASDAQ: BLIN), a leading developer of web application management software and web applications, in connection with its initial public offering and the acquisition of nine web application development companies throughout the United States and multiple private placement (PIPE) transactions.
- Represented **Lawrence Pumps, Inc.**, a privately-owned manufacturer of highly engineered critical service centrifugal pumps used in the oil and gas industries, in its sale to Flowserve (NYSE: FLS)
- Represented **Prospectiv Direct, Inc.**, a pioneer in online performance marketing and operator of a leading daily deal website in the US to Affinion Group, Inc., a global leader in customer engagement and loyalty solutions.

FoodTech & AgTech
Life Sciences
Medical Devices
Software-as-a-Service

Recognition



MA Super Lawyers 2011–2026

- Represented **FitLinxx, Inc.**, a leading provider of wellness applications, wireless activity monitors and health tracking devices in connection with a Series C financing round.
- Represented **Fluidmesh Networks, Inc.**, a provider of wireless networking devices in the security industry, in connection with a sale of a controlling interest in the company to two Chicago-based private equity firms, Generation 3 Capital and Waveland Investments.
- Represented **Retica Systems, Inc.**, a developer of identity solutions and services, in its sale to L-1 Identity Solutions, Inc. (NYSE:ID).
- Represented **Exit41, Inc.**, a provider of software that allows restaurant chains to manage take-out orders in off-site call centers, in connection with a $6 million recapitalization financing round led by GrandBanks Capital, Contour Venture Partners and Dace Ventures.
- Represented **Polychromix, Inc.**, a developer and manufacturer of analytical spectroscopy solutions, in connection with its sale to Thermo Fisher Scientific, Inc. (NYSE: TMO).
- Represented **Elsevier Inc.**, a world-leading publisher of scientific, technical and medical information products and services in the stock purchase of MEDai Inc., a predictive analytics company and the purchase of assets from William Andrew Inc., a publishing company.
- Represented developer of photovoltaic modules for use in the solar power industry in connection with the sale of approximately $5 million in preferred stock to venture capital investors.
- Serve as outside general counsel to **Kaspersky Lab, Inc.**, a leading antivirus software and internet security solutions for homes and businesses.
- Represented **Innov-X Systems, Inc.**, a leading provider of portable x-ray fluorescence technology for elemental analysis, in the sale of $28,750,000 in a preferred stock financing led by Summit Partners, and in an asset purchase from an Australian company.
- Represented two privately-held companies in connection with tender offers involving the sale of over $60 million in stock from existing stockholders.
- Represented **TechTarget, Inc.** (NASDAQ: TTGT), a content provider to IT professionals, in connection with approximately $100 million in venture capital financings, and in the acquisition of Bitpipe, Inc.
- Represented **Tasker Capital Corp.** (NASDAQ: TKER) in connection with several private investments in public entity (PIPE) transactions, general securities compliance and an asset acquisition for cash and stock.
- Represented **Openera Technologies, Inc.**, a provider of IMS mobile client applications for both fixed and mobile operators, in the sale of all of its stock to NMS Communications Corporation (NASDAQ: NMSS).

Show More

Affiliations

American Bar Association

Massachusetts Bar Association

Boston Bar Association

USA 500

Speaking Engagements

Guest Lecturer, *Legal Primer for Entrepreneurs*, Emerson College, 2022

Moderator, *T&C's Made Simple*, 2018 VC and M&A Forum

Guest Lecturer, *Venture Capital Term Sheets*, Boston College's Carroll School of Management

Video: Joe Marrow discusses closing conditions in M&A Transactions.

Video: When buyer and seller can't agree on a price, an earn-out is an effort to bridge that gap. M&A attorney Joe Marrow discusses further in this video.

Video: Joe Marrow covers escrow (or a hold back) which is common in most merger and acquisition transactions.

Publications

M&A Letter of Intent – Critical Negotiation Points

Top 10 Tips for Drafting a Letter of Intent for Successful M&A Negotiations

Top Considerations – Sale of Company

Tips for Enforcing Indemnification Provisions

Recent Amendment to Delaware General Corporation Law

An Overview of Rule 10b5-1 Trading Plans

Delaware Chancery Court Awards Expectation Damages

Delaware Supreme Court Reverses Injunction Order

Insider Trading Allegations Continue to Dog Phil Mickelson

Delaware Increases Corporate Formation Taxes

Revised HSR Thresholds 2015

Mass. Court Denies Motion for Certification of Defendant Class

SEC Issues No Action Letter Exempting M&A Brokers from Broker-Dealer Registration

Supreme Court Expands Pool of Claimants in Whistleblower Case

Are Higher Insurance Coverage Costs the Result of an Increase in M&A Litigation?

Anti-Retaliation Provision of Whistleblower Statute Does Not Apply Extraterritorially

Does a Reverse Triangular Merger Constitute an Assignment by Operation of Law?

A Solution for Smaller Companies?, Boston Business Journal

Hiring a Professional Stockholder Representative

Enhanced Whistleblower Provisions Under Dodd-Frank Act

Planning for a Liquidity Event

Helping Smaller Public Companies Navigate the NASDAQ Delisting Process

Fiduciary Duties of Directors to Creditors