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## Bank Mergers and Acquisitions

The Banking and Finance Group's bank mergers and acquisition practice at Pryor Cashman focuses on strategic and financial acquisitions and combinations in the community banking industry. Our work goes beyond the negotiation and documentation of the transactions at issue. In many cases, we guide clients in identifying and evaluating appropriate acquisition targets.

In conjunction with our other practice groups, the Banking and Finance Group negotiates and prepares the transaction and closing documents. These commonly include:

- Merger, exchange or stock purchase agreements
- Tender offer documents
- Equity and debt instruments for funding the acquisition
- Executive employment agreements and other incentive compensation arrangements
- Specialized securities, such as trust preferred or other preferred stock or debt designed to optimize compliance with regulatory capital requirements

We also prepare and file disclosure documents, including the offering circulars and registration statements necessary to raise funds for transactions in public or private markets.

The Banking and Finance Group prepares and files with the appropriate federal or state agency all necessary regulatory filings, including any change-in-control or bank merger applications, and guides clients through the regulatory approval process.

Recently, our group represented:

- One of the nation's largest real estate holders in the acquisition of a controlling interest in a New York state-chartered bank that is one of the fastest growing banks in the country
- The selling shareholders of a bank in the sale of the bank to a publicly-traded California-based bank holding company while concurrently representing the bank in a threatened Financial Crimes Enforcement Network action seeking civil money penalties for alleged violations of the Bank Secrecy Act
- A variety of institutions seeking either to expand by acquisition current operations or to enter the New York/New Jersey banking market