

Partner, New York

Financial Institutions; Mergers and Acquisitions; Capital Markets; Fintech



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Education

LL.M., Boston University School of Law,
1998

LL.B., University of Western Ontario
Law School, 1996

B.A., Wilfrid Laurier University, 1993

Bar Admissions

New York

District of Columbia

With more than two decades of experience advising the nation's leading banks, Michael Reed has handled hundreds of M&A and capital markets transactions for financial institutions. He also counsels executive management and boards of directors of financial institutions on strategic, regulatory and risk management matters.

In addition to traditional banking institutions, Mr. Reed regularly advises financial technology companies, specialty finance companies, mortgage banking companies, financial sponsor investors and asset management firms on a wide range of public and private transactional, regulatory, compliance, corporate finance and disclosure issues. His experience includes nearly two dozen bank IPOs as well as equity investments, debt financings, joint ventures and strategic alliances, including the formation and growth of bank-fintech partnerships.

Mr. Reed regularly represents public and privately held clients in all types of M&A transactions, including public-to-public and public-to-private mergers, tender and exchange offers, proxy contests, going-private transactions and recapitalizations.

In addition, Mr. Reed advises issuers and underwriters on a variety of capital markets transactions, including public and private offerings of debt, equity and hybrid securities, and complex structured finance transactions. He also counsels public companies on securities disclosure matters.

Mr. Reed has been repeatedly recognized by *Chambers USA* and *The Legal 500*, in addition to being named one of *Lawdragon's* 500 Leading Dealmakers in America.

Previously, Mr. Reed was a senior executive at a publicly traded financial institution, leading both the risk management and corporate development divisions, and a team of approximately 200 people. This experience uniquely positions Mr. Reed to advise C-suite executives regarding the myriad issues that they regularly encounter, including with respect to strategic growth, capital, enterprise risk management, fintech partnerships and interactions with regulators.

He frequently lectures and authors articles on a variety of topics, including mergers and acquisitions, fiduciary duties, disclosure matters, corporate governance and securities laws.

Prior to and since joining Skadden, Mr. Reed's notable representations include:

Mergers and Acquisitions

Financial Institutions

- **Renasant Corporation** in its acquisition of The First Bancshares
- **Trustmark National Bank** in the sale of Fisher Brown Bottrell Insurance to Marsh & McLennan Agency
- **Atlantic Union Bankshares Corporation** in its acquisitions of:
 - American National Bankshares Inc.
 - Access National Corporation
- **Simmons First National Corporation** in its acquisitions of:
 - Spirit of Texas Bancshares
 - Triumph Bancshares
 - Landmark Community Bank

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- Reliance Bancshares, Inc.
 - The Landrum Company
 - First Texas BHC, Inc.
 - Southwest Bancorp, Inc.
 - Hardeman County Investment Company
 - Citizens National Bank
 - Community First Bancshares, Inc.
 - Liberty Bancshares, Inc.
 - Delta Trust & Bank Corporation
 - **WSFS Financial Corporation** in its:
 - acquisition of Bryn Mawr Bank
 - sale of BMT Insurance Advisors
 - acquisition of Beneficial Bancorp, Inc.
 - sale of branches to The Bank of Princeton
 - acquisition of Penn Liberty Financial Corp.
 - acquisition of Alliance Bancorp, Inc. of Pennsylvania
 - acquisition of First Wyoming Financial Corporation
 - **Western Alliance Bancorporation** in its acquisition of Centennial Bank
 - **Regions Financial Corporation** in:
 - its acquisition of approximately 25 publicly traded depository institutions
 - its merger with Union Planters Corporation
 - various transactions, including sales of mortgage banking companies, commercial leasing companies, auto finance companies and insurance agencies
 - **CFBanc Corporation** in its merger of equals with Broadway Financial Corporation
 - **Evans Bancorp** in its acquisition of FSB Bancorp
 - **Veritex Holdings, Inc.** in its acquisition of Green Bancorp, Inc.
 - **Mark Moskvina** in his acquisition of control of Colorado National Bank
 - **HomeBancorp, Inc.** in its acquisition by First Citizens Bank & Trust Company
 - **Howard Bancorp** in its acquisition of 1st Mariner Bank
 - **BCB Bancorp, Inc.** in its acquisition of IA Bancorp, Inc.
 - **First Bank** in its acquisitions of:
 - Bucks County Bank
 - Delanco Bancorp
 - Grand Bank
 - **The Collins Family Trust** in its acquisition of Inter National Bank from Grupo Financiero Banorte, S.A.B.D.
 - **Bank of Georgetown** in its sale to United Bankshares, Inc.
 - **BancTrust Financial Group, Inc.** in its sale to Trustmark Corporation
 - **Gleacher & Company, Inc.** in the sale of substantially all of the assets of ClearPoint to Homeward Residential, Inc., a subsidiary of Ocwen Financial Corporation
 - **Carolina Premier Bank** in its acquisition of branches from Palmetto Bank
 - **Sterling Bancshares, Inc.** in its sale to Comerica, Inc.
 - **Centra Financial Holdings, Inc.** in its sale to United Bankshares, Inc.
 - **Union Planters Corporation** in its acquisition of over 15 publicly traded depository institutions
 - **Mercantile Bancorp** in the sale of five depository institution subsidiaries
 - **Wachovia Corp.** in its acquisition of Westcorp
- Specialty Finance**
- **Brookfield Partners** in its pending acquisition of Wells Fargo Bank's rail car leasing business
 - **ITOCHU Corporation** in its investment in a vehicle finance company
 - **Veritex Holdings, Inc.** in its acquisition of North Avenue Capital
 - **Ameris Bancorp** in its acquisition of Balboa Capital
 - **Tetragon Financial Group Limited** in the merger of its GreenOak Real Estate joint venture with Bentall Kennedy
 - **Union Planters Corporation** in its sales of multiple mortgage banking and specialty finance companies
 - **IndyMac** in its acquisition of Financial Freedom, a reverse mortgage company
 - **WSFS Financial Corporation** in its:
 - investment in and disposition of a minority interest in Spring EQ
 - acquisition of Arrow Mortgage
 - investment in and disposition of a subprime mortgage company
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Asset Management

- **Franklin Templeton** in numerous acquisitions of wealth managers, financial advisory firms and asset managers
- **East West Bancorp** in the acquisition of a non-controlling interest in Rayliant Global Advisors
- **Legg Mason** in its:
 - merger with Franklin Templeton
 - multiple acquisitions of privately held asset managers
 - two-step acquisition of Precidian Investments LLC
- **B. Riley Financial** in its acquisition of MK Capital Advisors LLC and related sponsored funds
- **Beltone Financial Holding** in its acquisition of 51% of Auerbach Grayson & Company LLC
- **Regions Financial Corporation** in its acquisition of Morgan Keegan, Inc.
- **WSFS Financial Corporation** in its acquisitions of:
 - Cypress Capital Management
 - Powdermill Solutions

Private Equity

- **Patriot Financial Partners** in its:
 - investment in DR Bank
 - investment in Encore Bankshares
 - recapitalization of Trinity Capital Corporation
 - investment in Palmetto Bancshares
 - investment in BNC Bancorp
 - recapitalization of U.S. Century Bank
 - investment in Meta Financial Group, Inc.
 - investment in Floridian Community Holdings, Inc.
 - investment in Prosperity Banking Company
- **GCP Capital Partners** in multiple investments, including in:
 - Grasshopper Bancorp
 - Radius Bank
 - US Century Bank
 - Bridgewater Bank
 - First Marine Bank
 - Coastal South Bancshares
 - Maple Financial Holding

Fintech

- **First Carolina Bank** in a take-private acquisition of BM Technologies
- **OneMain Holdings** in its acquisition of Foursight Capital
- **Coastal Community Bank** in numerous partnerships with fintech companies
- **First Carolina Bank** in several partnerships with fintech companies
- **Thread Bank** in several partnerships with fintech companies
- **WSFS Bank** in multiple partnerships with fintech companies

Other Strategic Transactions

- **ITOCHU Corporation** in its equity investment in Kawasaki Motors, Ltd. and joint establishment of a vehicle finance company
- **Cisco, Inc.** in multiple asset and stock acquisitions of technology companies
- **Erickson Air-Crane** in its acquisition of Evergreen International Aviation

Mr. Reed has also advised several of the nation's largest banks, including **Citi**, **Discover**, **JP Morgan**, **PNC**, **Synchrony Financial** and **Wells Fargo**.

Capital Markets (Issuer and Underwriter)

IPOs

- 1st United Bancorp
 - American Integrity Insurance Group, Inc.
 - Avenue Financial Holdings, Inc.
 - Bankwell Financial Group
 - Capital Bancorp, Inc.
 - CapStar Financial Holdings
 - CBTX, Inc.
 - Coastal Financial Corporation
 - Compass Diversified Trust
 - Five Star Bancorp
 - Live Oak Bancshares, Inc.
 - Merchants Bancorp
 - National Commerce Corporation
 - Origin Bancorp, Inc.
 - Park Sterling Bank
 - Professional Holding Corp.
 - TriState Capital Holdings
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Equity Financings

- American Savings Bank
- BancorpSouth, Inc.
- BCB Bancorp, Inc.
- BNC Bancorp
- CenterState Banks, Inc.
- City Holding Company
- Coastal Financial Corporation
- Commerce Union Bancshares
- FB Financial Corporation
- Fidelity Southern Corporation
- First Bancshares
- First Carolina Financial Services
- Five Star Bancorp
- Fulton Financial Corporation
- Hagerty, Inc.
- Hampton Roads Bankshares
- IBERIABANK Corporation
- Independent Bank Group
- Live Oak Bancshares, Inc.
- National Commerce Corporation
- Origin Bancorp, Inc.
- Park Sterling Bank
- Renasant Corporation
- Spirit of Texas Bancshares, Inc.
- Sterling Bancshares, Inc.
- TriState Capital Holdings
- Triumph Bancorp, Inc.
- Union Bankshares Corporation
- Valley National Bancorp
- Veritex Holdings, Inc.
- WSFS Financial Corporation
- Central Pacific Financial Corp.
- Coastal Financial Corporation
- Dime Community Bancshares
- Empire Bancorp Inc.
- Fidelity Bank
- First Citizens Bancshares, Inc.
- Five Star Bancorp
- Flushing Financial Corporation
- HomeBancorp, Inc.
- HomeStreet, Inc.
- Howard Bancorp Inc.
- Independent Bank Corp.
- Independent Bank Group
- Jefferies Group LLC and Jefferies Group Capital Finance Inc.
- Luna Parent, Inc.
- Merchants Bancorp
- National Commerce Corporation
- Oakworth Capital
- OceanFirst Financial Corp.
- Old Line Bancshares, Inc.
- Origin Bank
- Pacific Premier Bancorp
- Peapack-Gladstone Financial Corporation
- Regions Financial Corporation
- Reliant Bancorp
- Renasant Corporation
- Salisbury Bancorp, Inc.
- Simmons First National Corporation
- Susquehanna Bancshares, Inc.
- Triad Bancorp
- TriState Capital Holdings
- Trustmark Corporation
- Union Planters Corporation
- UnumProvident Corporation
- USAmeriBancorp, Inc.
- Valley National Bancorp
- Veritex Holdings, Inc.
- WSFS Financial Corporation

Fixed-Income Financings

- Alerus Financial Corporation
- Ameris Bancorp
- Atlantic Union Bankshares Corporation
- Avenue Financial Holdings, Inc.
- BancorpSouth Bank, Inc.