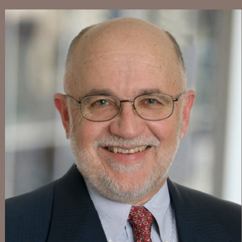
William J. Sweet, Jr.

Skadden

Partner, Washington, D.C.

Financial Institutions Regulation and Enforcement; Financial Institutions



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Education

J.D., Georgetown University Law Center, 1978

B.A., Bucknell University, 1974

Bar Admissions

District of Columbia

Experience

Co-Chair, PLI Banking Law Institute (2009-present)

Co-Chair, PLI Volcker Law Conference (2014-present)

Former Vice-Chairman, Banking Committee, American Bar Association

Former Chairman, Mergers and Acquisitions Subcommittee, Banking Committee, American Bar Association

Attorney, Board of Governors, Federal Reserve System (1978-1981)

William J. Sweet, Jr. concentrates in financial institution merger and acquisition, regulatory, and enforcement matters. Before joining the firm, he was a staff attorney with the Federal Reserve Board, where he handled bank holding company regulatory, litigation and enforcement matters.

Mr. Sweet represents U.S., Asian, European and Latin American banking, securities and other financial institutions and their boards of directors on the strategic, policy and regulatory aspects of mergers and acquisitions, negotiated investments, joint ventures, restructuring transactions, bankruptcies and receiverships. He also advises private equity firms and others seeking to invest in regulated financial institutions.

In addition, Mr. Sweet regularly advises financial institutions on compliance and enforcement issues with respect to a broad range of governance, risk management, money laundering compliance, Office of Foreign Assets Control sanctions, fair lending, consumer, CRA and other matters, including representation before federal and state regulatory and enforcement agencies.

He represents financial institutions before the Financial Stability Oversight Council, the Federal Reserve Board, Office of the Comptroller of the Currency, Federal Deposit Insurance Corporation (FDIC), the U.S. Department of the Treasury and other financial regulatory agencies on a wide range of rulings, interpretations and approvals.

Mr. Sweet represented clients on various aspects of federal lending, capital and liquidity support programs, including those established pursuant to the Emergency Economic Stabilization Act of 2008. In addition, he has advised investors, banks and thrifts on the acquisition of depository institutions and assets from the FDIC. Mr. Sweet also advises clients on the implementation of the Dodd-Frank Act and on strategic transactional and compliance responses to the act.

Mr. Sweet was recognized as one of the "Most Influential Lawyers" in finance and capital markets by *The National Law Journal* in 2011. He has been named as a "star individual" in the Financial Services Regulation — Banking Compliance category and ranked in the top tier in the Financial Services Regulation — Financial Institutions M&A area by *Chambers USA*. Mr. Sweet also has been ranked as a "star individual" for Banking & Finance: Mainly Regulatory in *Chambers Global*. According to *Chambers USA*, "he is considered to be one of the world's leading banking lawyers and has been instrumental in advising a number of the firm's leading financial services clients in relation to Dodd-Frank, regulatory compliance and transactions." He also has been listed in *The Best Lawyers in America*, *Euromoney's Guide to the World's Leading Banking Lawyers*, *IFLR1000*, *The Legal 500 U.S.* and *The International Who's Who of Banking Lawyers*. Mr. Sweet was named *Best Lawyers*' 2015, 2017 and 2018 Washington, D.C. Banking and Finance Lawyer of the Year and he was included in *Washingtonian Magazine*'s 2013 "Best Lawyers" list. He writes on banking issues and appears frequently at seminars on financial institution mergers and acquisitions, regulatory issues and enforcement matters.

In the past several years, Mr. Sweet has represented in regulatory matters:

- **American Express Company** in its $300 million acquisition of Revolution Money Inc. and in an agreement with Lianlian Group (China) to introduce American Express' digital payments platform — Serve — throughout China. American Express also made an equity investment in Lianlian Pay Inc., an overseas company of Lianlian Group;

- **BlackRock, Inc.** in its acquisition of MGPA (Bermuda), Limited, a private equity real estate fund manager with funds throughout Asia and Europe (named "Global Deal of the Year" for 2013 by *PERE* magazine); and in its $20 billion acquisition of Barclays Global Investors (United Kingdom) from Barclays Bank PLC (United Kingdom). The transaction created the world's largest asset management firm, operating under the name BlackRock Global Investors, with combined assets under management of more than $3.2 trillion;
- **CITIC Securities Co., Limited** (China) in its $374 million acquisition of a 19.9 percent stake in the Asian and European equity brokerage business of CLSA Limited (Hong Kong) and Crédit Agricole Cheuvreux S.A. (France) from Crédit Agricole Corporate & Investment Bank (France), and the subsequent $942 million proposed acquisition for the remaining stake;
- **Citigroup Inc.** as issuer in the underwritten sale by the U.S. Department of the Treasury of $2.2 billion of capital securities issued by Citigroup to the Treasury in connection with the Troubled Asset Relief Program;
- **C12 Capital Management LP** and **Protium Finance LP** (a Cayman Islands investment fund) in connection with Barclays Bank plc's acquisition of the general partner and limited partner interests in Protium. As part of the transaction, Barclays invested $750 million in a hedge fund managed by C12;
- **Deutsche Bank AG** (Germany) in its acquisition of the global agency securities lending business of Dresdner Bank AG (Germany) from Commerzbank AG (Germany);
- **First State Bancorporation** in its $539 million sale of 20 branches in Colorado of First Community Bank to Great Western Bank;
- a consortium of private equity investors, including affiliates of **Oaktree Capital Management L.P.**, **Pine Brook Road Partners, LLC**, **Stone Point Capital LLC** and an additional private equity investor in the organization of AloStar Bank of Commerce and its simultaneous acquisition of the operations of Nexity Bank from the FDIC;
- **Oriental Bank and Trust**, a subsidiary of Oriental Financial Group Inc., in its agreement with the FDIC to assume $785 million in deposits and acquire $1.7 billion in assets (including $1.6 billion in loans subject to loss sharing) of Eurobank, San Juan, Puerto Rico;
- **Vantiv** in its $12 billion merger with Worldpay; and
- **WL Ross & Co.**, **The Blackstone Group**, **The Carlyle Group**, **Centerbridge Capital Partners**, **other investors and a management team led by John Kanas** in the $900 million acquisition of the banking operations of BankUnited, FSB in an auction by the FDIC, as receiver. This deal was named "Private Equity Deal of the Year" 2009 by *International Financial Law Review*.

Publications

"New Law Marks Significant Increase in US Sanctions on Russia, Stays the Course on Iran, North Korea," *Skadden, Arps, Slate, Meagher & Flom LLP, August 4, 2017*

"UK Tracks OFAC Model in Issuing Guidance on Monetary Penalties for Breaches of Financial Sanctions," *Skadden, Arps, Slate, Meagher & Flom LLP*, April 25, 2017

"US Announces Record-Setting Penalties for Violations of Export Controls and Economic Sanctions," *Skadden, Arps, Slate, Meagher & Flom LLP*, March 9, 2017

"The Trump Impact: Key Issues in Financial Services Reform for 2017," *Skadden's 2017 Insights*, January 30, 2017

"Future of Sanctions on Iran, Russia and Cuba Uncertain Under Trump," *Skadden's 2017 Insights*, January 30, 2017

"US Announces Tentative Lifting of Sudan Sanctions; OFAC Issues Guidance on Providing Sanctions Advice," *Skadden, Arps, Slate, Meagher & Flom LLP*, January 18, 2017

"OFAC Eases Restrictions on the Export of Medical Devices to Iran," *Skadden, Arps, Slate, Meagher & Flom LLP*, January 11, 2017

"Federal Regulator Signals Willingness to Grant National Bank Charters to Fintech Companies," *Skadden, Arps, Slate, Meagher & Flom LLP*, December 8, 2016

"OFAC and BIS Implement Additional Amendments in Support of Cuba Policy Shift," *Skadden, Arps, Slate, Meagher & Flom LLP*, October 28, 2016

"After Nearly 20 Years, US Lifts Burma Sanctions," *Skadden, Arps, Slate, Meagher & Flom LLP*, October 14, 2016

"NYDFS Finalizes Rule to Regulate Transaction Monitoring, Filtering," *Skadden, Arps, Slate, Meagher & Flom LLP*, July 26, 2016

"US Further Eases Burma Sanctions," *Skadden, Arps, Slate, Meagher & Flom LLP*, May 23, 2016

"FinCEN Finalizes Customer Due Diligence Rule Amid Other Actions to Enhance Financial Transparency," *Skadden, Arps, Slate, Meagher & Flom LLP*, May 16, 2016

"UK Establishes New HM Treasury Office to Implement Financial Sanctions," *Skadden, Arps, Slate, Meagher & Flom LLP*, April 4, 2016

"US Further Eases Sanctions Ahead of President's Historic Trip to Cuba," *Skadden, Arps, Slate, Meagher & Flom LLP*, March 17, 2016

"OFAC and BIS Ease Cuba Restrictions With New Amendments," *Skadden, Arps, Slate, Meagher & Flom LLP*, February 5, 2016