

FINANCIAL INSTITUTIONS
PRACTICE GROUP



HONIGMAN MILLER SCHWARTZ AND COHN LLP

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Honigman - Financial Institutions Practice Group

Honigman regularly serves the special needs of multi-bank holding companies, as well as individual community banks. Attorneys in our Financial Institutions Practice Group apply a wide range of skills to the service of banks and other financial institutions in areas such as mergers and acquisitions; product expansion and development; negotiations with banking regulatory authorities and defense of administrative enforcement actions; commercial and financial litigation; and compliance with state and federal banking and securities laws. We assist clients in establishing, capitalizing and restructuring banks and bank holding companies to meet the changing demands of this complicated industry. Our banking attorneys are regularly assisted by members of Honigman's Tax, Real Estate and Litigation practice groups, as well as our general corporate lawyers.

We value all of our financial institution clients, no matter the size, and we strive to provide prompt, efficient responses to any issue or challenge our clients may have. We take a practical approach to what are at times arcane and burdensome regulatory issues. We regularly counsel boards of directors to ensure that they are adequately supported, fully informed and comfortable when discharging their sometimes difficult duties.

Our areas of practice include:

- Mergers/Acquisitions
- Debt and Equity Financing
- Corporate Governance, Shareholder, and Tax Issues
- New Bank Charters and Holding Companies
- Executive Compensation and Employee Benefits
- Regulatory Compliance
- Litigation
- Investment Advisor/FINRA

**Our
Financial
Institutions'
Attorneys**

Our Financial Institutions' attorneys offer clients a full range of services related to mergers and acquisitions, complex regulatory issues, strategic planning and navigation through the financial services environment. The latter has become necessary following the financial modernization legislation at the federal level.

Honigman represents numerous regional and local bank holding companies, state and national banks, thrift holding companies, thrifts and other financial institutions. Our attorneys have practical experience in purchasing and divesting branches and related assets, as well as developing strategic plans for growth and consolidation

For additional information, please contact Phillip D. Torrence at 269.337.7702 (PTorrence@honigman.com).

Select Honigman Transactions

VIB Corp., Rabobank, NA acquired
Napa Community Bank

Honigman served as legal advisor to the Seller.

Local Investors acquired
Bank of Santa Barbara

Honigman served as legal advisor to the Seller.

Local Investors acquired
Bank of Belleville

Honigman served as legal advisor to the Seller.

Local Investors acquired
Bank of Bellevue

Honigman served as legal advisor to the Seller.

The Foothills Bank acquired
Yuma Community Bank

Honigman served as legal advisor to the Seller.

Local Investors acquired
Ohio Commerce Bank

Honigman served as legal advisor to the Seller.

NBC Bancshares, LLC acquired
Community Bank of Lincoln

Honigman served as legal advisor to the Seller.

Local Investors acquired
USNY Bank

Honigman served as legal advisor to the Seller.

Local Investors acquired
Adams Dairy Bank

Honigman served as legal advisor to the Seller.

Local Investors acquired
Bank of San Francisco

Honigman served as legal advisor to the Seller.

Verus Acquisition Group, Inc. acquired
Fort Collins Commerce Bank

Honigman served as legal advisor to the Seller.

Verus Acquisition Group, Inc. acquired
Larimer Bank of Commerce/
Loveland Bank of Commerce

Honigman served as legal advisor to the Seller.

Grandpoint Capital, Inc. acquired
Southern Arizona Community Bank

Honigman served as legal advisor to the Seller.

Registered Direct Offering
Common Stock and Warrants
Capitol Bancorp Limited

*Honigman served as legal advisor to
Capitol Bancorp Limited.*

About us

Honigman is a leading business law firm based in Michigan with an international practice. Headquartered in Detroit with offices in Lansing, Oakland County, Ann Arbor and Kalamazoo, the firm has attorneys practicing in more than 50 different areas of concentration. Honigman's highly-credentialed attorneys and staff, along with its customer-service focus, provide clients in a wide variety of industries timely and cost-effective counsel. For more information about Honigman visit www.honigman.com.

Firm Accolades

- Honigman Miller Schwartz and Cohn LLP (Honigman) is number one in the United States as the legal advisor for bank and thrift deals (ranked by number) in 2010, according to SNL Financial, a prominent source for banking data and news.
- Ranked number one law firm in Michigan for the key practice areas of Corporate/M&A, Litigation, and Real Estate by *Chambers USA: America's Leading Lawyers for Business 2014*. The Labor and Employment, Employee Benefits, and Banking and Finance practices were recognized as leading practices in Michigan.
- Received a national and metropolitan tier I ranking for Venture Capital and Information Technology practices in U.S. News Media Group and Best Lawyers® "Best Law Firms" for 2014. It also was the only Michigan law firm ranked nationally for these practices. In total, 22 of Honigman's practice areas were ranked in the top three Tiers in its national rankings.
- One hundred and four attorneys named in *The Best Lawyers in America* in 2014. Among law firms in Michigan, Honigman had the most lawyers named as Best Lawyers in 24 key practice areas. Nine attorneys were also recognized as "Lawyers of the Year" by *Best Lawyers in America* for 2014.
- Independent M&A intelligence service, *mergermarket*, named Honigman number six among national firms based on the value of Midwest transactions and number 13 in the South in its 2009 annual report "Americas: League Tables of Legal Advisors."
- One hundred and thirty Honigman attorneys were named in the 2013 *Michigan Super Lawyers*, including 87 as "Super Lawyers" and 43 as "Rising Stars." The firm also was noted as the top large law firm in the Business & Transactions and the Construction, Real Estate & Environmental categories. In addition, Honigman had the most attorneys of all Michigan law firms named in "Top 10," "Top 100" and "Top 50 Women" categories.
- Named as one of the top 50 "Best Law Firms for Women" for 2008, 2009, 2011, 2012 and 2013 by *Working Mother* magazine, National Association for Female Executives (NAFE) and Flex-Time Lawyers LLC.

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