

COMPLEX BANK ACQUISITIONS

Bank Acquisition Support

- Supported both buy and sell side transactions
- Assessed investment banks; reviewed/analyzed their recommendations
- Developed lists of acquisition targets and/or potential buyers
- Due diligence – for both buyers and sellers
 - Analyzed credit portfolio, quality of deposit base, funding strategies, technology platforms, operations capabilities, vendors, capital markets risk & effectiveness, and corporate governance
 - Identified synergies, risks, priorities, and hidden costs
- Provided clients
 - Strategic alternatives – assessment and analysis of opportunities
 - Regulatory support – presentations, filings, and business plan documents
 - Capital raise support – strategic plans, offering memorandums, investor presentations
 - Post-Acquisition merger integration or transformation plans

Troubled Bank Acquisitions, FDIC Receiverships, and 363 Bankruptcy Auction Support

- Advised investor group on acquisition of distressed community bank
- Provided regulatory, operational, and strategic insight alongside buy-side counsel
- Assisted with regulatory filings; developed acquisition business plans
- Assisted in formation of the Board of Directors and developed governance structure
- Led the business and portfolio due diligence process
- Completed risk assessment and developed new Statement of Risk Appetite and risk management infrastructure; revised all policies to match current industry best practices
- Assessed operational, information technology, and credit risk platforms; made recommendations for improvement
- Negotiated new vendor contracts for core technology and digital banking infrastructure

COMPLEX BANK ACQUISITIONS

Transformation from Mortgage Company with \$8B of Originations to \$1.7B Bank

- Provided strategic advice from concept to execution, including acquisition negotiations, pricing, and unique escrow solution to address prospective credit risk in acquired bank's loan portfolio
- Completed \$40MM capital raise to enable transaction
- Developed Acquisition Business Plan; worked closely with external counsel to file all necessary State, FDIC, and regulatory applications/notifications to gain approvals
- Developed governance, risk management, technology, compliance, and other policies and procedures necessary to gain regulatory approval
- Implemented new funding and liquidity strategy using FHLB advances, digital deposits and institutional cash management to generate funding for combined bank and mortgage operations
- Drove mortgage and banking digitization, negotiated new vendor agreements, and onboarded change management team; completed bank technology transformation; implemented 2-year digitization plan for mortgage; outsourced IT infrastructure
- Provided leadership throughout the +2-year transformation, with key advisory team members serving as CEO, CRO, CTO, CIO, and CBO

Loan Portfolio Due Diligence on \$2B Acquisition

- Led third party due diligence assessment
- Evaluated collateral value and key credit statistics for commercial real estate loans
- Identified and quantified key credit risks
- Evaluated and recommended the mark-to-market for all loans in the portfolio

Acquisition of \$3B Bank in FDIC Auction

- Developed Acquisition Business Plan and support for winning bid
- Day-one acquisition support and comprehensive post-acquisition assessment
- Developed comprehensive merger integration and transformation plan