

# OUR PRACTICE

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## Merger and Acquisition Financial Services

**We help financial services businesses and their owners with legal challenges arising from acquisition and sale transactions. We also represent many non-bank companies in mergers, acquisitions and expansion transactions.**

Some examples of the mergers and acquisition services we provide for clients in the financial services industry include:

- Advising clients on acquisition candidates or prospective buyers in acquisition transactions, including negotiating engagement letters with investment bankers and third party appraisers, and counseling companies on strategic options.
- Negotiating and drafting agreements that precede definitive acquisition agreements, such as confidentiality agreements, letters of intent, exclusivity and standstill agreements.
- Negotiating and drafting merger, stock and asset purchase agreements, as well as ancillary documentation such as voting agreements, employment agreements, non-compete agreements, escrow arrangements and other closing documents in connection with acquisitions.
- Facilitating the transfer of real estate in connection with acquisitions and divestitures, including title opinions and insurance.
- Working with clients on post-closing transitional matters, such as negotiating amendments to vendor contracts and leases, and advising clients on issues such as successor liability and disbursements under escrow agreements.

### Related Services

In addition to assisting clients in the financial services industry with mergers and acquisitions, our team provides [Regulatory and Compliance Services](#), [Corporate Services](#) and [Capital Raising Services](#).

For more information about Baker Donelson's experience and attorneys who advise clients on all aspects of commercial transactions law, including mergers and acquisitions, please refer to the description of our [Commercial Transactions and Business Counseling](#) practice group.

### Representative Matters

- Represented banks in the divestitures of business units, including the sale of a large mortgage division for a purchase price of more than \$300 million; the sale of a large trust division for a purchase price of more than \$41 million; and the sale of an ATM division for a purchase price of \$35 million.
- Represented client in corporate restructuring that involved the refinance of \$13 million in debt among various corporate affiliates and included the \$7 million acquisition of a professional services company.
- Oversaw bank holding company's \$48 million sale to publicly traded strategic acquirer.
- Represented a publicly traded bank holding company, including its \$23 million acquisition of a strategic target.
- Represented multiple private and public company bank clients in purchases of branch banking offices.
- Represented a public bank holding company client in the registration of shares with the SEC for the issuance of registered securities in a bank acquisition transaction.

- Represented a publicly traded financial institution in over 20 acquisitions of other financial institutions and in a \$300 million sale of its credit card portfolio.
- Over the past two decades, our team has represented more than 250 banks in merger and acquisition transactions. We have represented buyers or sellers in transactions ranging in both size and complexity.
- Negotiated the purchase of failed bank assets from the FDIC in government-assisted transactions.
- Represented financial institutions in acquisitions of business units, including retail branch offices, trust lines of business, a factoring division, and insurance agencies.