

## Formation + Regulatory

The lawyers in our global banking and financial institutions practice help their clients navigate the complex and ever-changing regulations affecting their industry. Our lawyers bring unparalleled knowledge and experience to assist financial institutions in accomplishing their critical business objectives.

### Comprehensive Services

Every business decision must take into account the myriad laws, regulations and interpretations affecting it. Our lawyers have counseled major banks, thrifts, insurance companies, securities firms, investment banks and investment advisers on matters involving:

- Mergers, acquisitions and divestitures
- Joint ventures and strategic alliances
- Capital transactions
- Payment systems
- Regulatory counseling
- New products and services
- Legislative and public policy matters
- Difficult enforcement issues
- Sensitive internal investigations

**Mergers and Acquisitions:** Our lawyers work on some of the most significant and complex mergers and acquisitions in the country, ranging from small community bank acquisitions to multi-billion dollar combinations of major institutions. Additionally, they have experience in virtually every type of capital raising transaction.

**Regulatory Counseling:** We have counseled some of the nation's largest financial institutions on such diverse issues as the proper choice of charter to conduct activities, the capital and regulatory requirements, and the structuring of products and services. We have secured approvals for novel products and activities and have obtained some of the most innovative and important regulatory interpretations from the agencies. Our practice constantly brings us before the bank and securities regulatory bodies.

**De Novo Banks:** We have a robust practice in forming and representing de novo banks. We have assisted numerous groups and organizations in the formation of new financial institutions in a

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number of states. We have also helped several de novos complete secondary stock offerings (including rights offerings) to support their growth.

**Regulatory Counsel:** In addition to the corporate and transactional aspects of our financial services law practice, we serve as regulatory counsel to a large number of financial institutions. This aspect of our practice is as diverse as the ever-increasing body of statutes and regulations with which financial institutions must comply. Our experience includes: providing advice with respect to legal and other issues arising out of regulatory examinations, enforcement and other troubled institution work, compliance matters such as issues arising out of Regulation Z, the Community Reinvestment Act, privacy laws and other statutes and regulations, and applications to regulatory agencies for permission to engage in activities, to offer new and innovative products and services and to consummate transactions for which prior regulatory approval is required.

**Executive Compensation and Employee Benefits:** Several attorneys in Miller Canfield's financial services practice also represent financial institutions with respect to executive compensation and employee benefits issues. They are well versed in the unique executive compensation issues involved in a highly regulated and rapidly consolidating industry.

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