

## Richard Schaberg

Partner

Washington, D.C.

New York

### Biography

Richard Schaberg, head of the U.S. Financial Institutions and co-head of the FinTech groups, is a recognized "go to" trusted advisor to financial institutions and service providers, for all facets of corporate, securities, mergers and acquisitions (M&A), capital offerings, and complex bank regulatory and compliance matters.

For more than 30 years, Rich has played a lead role for clients in connection with debt and equity offerings, M&A, corporate governance matters, proxy contests, securities law compliance, and exchange listing standards. Synthesizing his deep corporate transactional experience with an acute and seasoned knowledge of bank regulatory issues, he provides valued business solutions for regulated banking and financial services clients.

Rich practices before the Securities Exchange Commission (SEC), all federal banking agencies – including the OCC, Federal Reserve, FDIC, and NCUA – and most state banking agencies.

### Representative experience

Represented SB One Bancorp on its merger with Provident Financial Services.

Represented Radius Bancorp, Inc. on its acquisition by LendingClub Corp.

Represented SB Financial Group, Inc. on the US\$15.5m acquisition of Edon Bancorp, Inc.



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### Practices

Capital Markets

Corporate and Securities Litigation

Corporate Governance and Public  
Company Representation

Financial Services

Mergers and Acquisitions

Securities and Public Company  
Advisory

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### Industries

Financial Institutions

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### Areas of focus

Represented NBT on its offering of US\$100m of Subordinated Notes.

Represented LINKBANCORP in its strategic combination with GNB Financial Services in a stock and cash transaction.

Represented Bangor Bancorp on the US\$35m acquisition of Damariscotta Bankshares, Inc.

Represented CNB Bancorp on its offering of US\$52.5m of Perpetual Preferred Stock.

Represented Cambridge Bancorp on its US\$122m acquisition of Wellesley Bancorp.

Represented CNB Financial on its US\$64.5m acquisition of Bank of Akron.

Represented State Bank Corp of Arizona on its US\$138m sale to Glacier Bancorp.

Represented Cambridge Trust Company on its US\$67m acquisition of Optima Bank & Trust Company.

Represented SB One Bancorp on its US\$48m acquisition of Enterprise Bank NJ.

Represented Greater Hudson Bank on its US\$73m merger with ConnectOne Bancorp.

Represented Kinderhook Bank Corp. on its US\$93m all-cash sale to Community Bank System, Inc.

Represented LINKBANCORP, Inc. on a US\$52m capital raise in connection with its acquisition of Stonebridge Bank.

Represented Bangor Bancorp MHC on its US\$45m acquisition of First Colebrook Bancorp, Inc. and Granite Bank.

## Awards and rankings

- Acritas Star, *Acritas Stars Independently Rated Lawyers*, 2018-2019
- Financial Services Regulation: Financial Institutions M&A (Nationwide), *Chambers USA*, 2018-2019
- Financial Services Regulation: Banking (Compliance)

Raising Debt Capital

Convertible Debt Offerings

Raising Equity Capital

Initial Public Offerings

Section 16 Advice

Stock Exchange Listings and Regulatory Compliance

Securities and Financial Regulatory Advice

Proxy Solicitations, Shareholder Meetings, and Shareholder Proposals

Disclosure and Reporting Obligations

Capital Markets and Tax

Raising Equity Capital

Compensation Committee

Public Company Mergers and Acquisitions

Carve-outs, Spin-offs, and Split-offs

Hostile Takeovers and Takeover Defense

Special Committee and Independent Director Representations

Shareholder Activism

FinTech

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## Education and admissions

### Education

J.D., The George Washington University Law School, 1985

B.A., Bucknell University, cum laude, 1981

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(Nationwide), *Chambers USA*, 2011-2018

- Finance: Financial Services Regulation, *Legal 500 US*, 2011-2020
- Mergers, Acquisitions, and Buyouts, *Legal 500 US*, 2012
- Media, Technology, and Telecoms: Fintech, Recommended, *Legal 500 US*, 2019-2020

## Latest thinking and events

- News
  - SEC adopts major Rule 10b5-1 amendments and disclosure requirements relating to securities transactions
- Press Releases
  - Hogan Lovells represents NBT Bancorp in its acquisition of Salisbury Bancorp
- News
  - SEC rule amendments require proxy disclosure of executive pay versus performance
- News
  - SEC rule amendments to require electronic submission of Form 144 filings and "glossy" annual reports
- News
  - SEC proposes expansive climate-related disclosure rules
- News
  - SEC proposes significant new cybersecurity disclosure requirements

## Memberships

Member, American Bar Association  
Member, Federal Bar Association  
Member, Massachusetts Bar Association  
Member, New York State Bar Association  
Trustee, Agawam Council

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## Bar admissions and qualifications

District of Columbia  
New York  
Massachusetts

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