

# HUSCH BLACKWELL

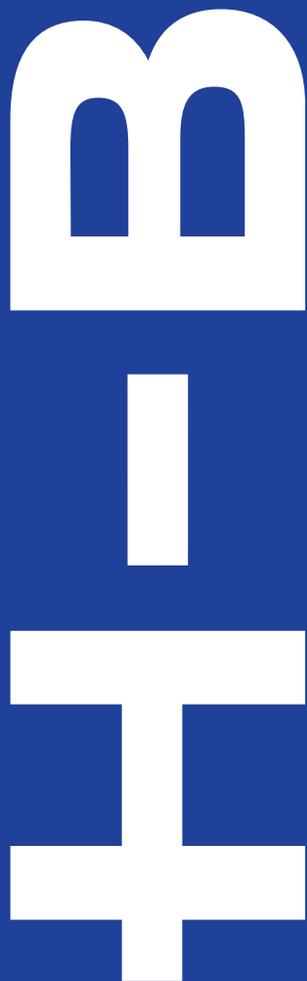
## Financial Services & Capital Markets

### Smart legal solutions for complex financial services needs.

With a business law unit dedicated to financial services and capital markets, we speak the language of our clients. Our nationally recognized financial services law team is agile and poised to provide customized and seamless end-to-end solutions to clients' transactional, regulatory, corporate and fiduciary litigation needs. The innovative and forward looking strategic counsel that Husch Blackwell provides is deeply rooted in our knowledge of the financial services industry and experience handling complex deals, navigating regulatory hurdles and resolving disputes with a commitment to client success.

Our deep knowledge of the financial services industry means we not only tackle day-to-day challenges, but we can proactively spot opportunities and implement optimal solutions for financial institutions, insurance companies, private equity groups, professional services firms and private wealth managers across the country. We have decades of experience handling complex matters and we offer comprehensive counsel at every step of the process, as well as solutions to the challenges that inevitably arise. Our full-service team regularly assists financial services clients with matters involving:

-  Antitrust & Competition
-  Banking & Finance
-  Capital Markets
-  Commercial Contracting
-  Consumer Financial Services
-  Credit Unions
-  Financial Institutions Regulatory Compliance
-  Financial Services Litigation
-  Insolvency & Commercial Bankruptcy
-  Insurance
-  Investment Management
-  Mergers & Acquisitions
-  Private Wealth
-  Securities & Corporate Governance
-  Tax Credits
-  Trust, Estate & Fiduciary Litigation



Husch Blackwell's partnerships with Express Scripts and Monsanto were recognized by the Association of Corporate Counsel (ACC) as 2017 and 2018 Value Champions for their collaboration in implementing an innovative program designed to improve efficiencies in the delivery of legal services.



The Legal 500 has recognized Husch Blackwell's M&A group for its "significant inbound and outbound M&A experience on major transactions."

## Client Success

When long-time client Associated Banc-Corp approached our team in late March 2020 regarding the potential sale of Associated Benefits & Risk Consulting (ABRC), we knew it would be a challenge to get a deal across the finish line amid a worldwide public health crisis. Owing greatly to the COVID-19 outbreak, global deal values declined over 35% during 1Q 2020, and against that backdrop, transactions in the pipeline were coming under stress as pre-crisis valuations came under intense scrutiny. Speed was of the essence.

Working with the client and other deal advisers, our team moved quickly to identify the speed bumps in the transaction timeline. Both buyer and seller were sophisticated deal veterans and committed to finding the common ground needed to consummate the transaction. Our team addressed major outstanding issues, including the structure of the ongoing landlord-tenant relationship between the counterparties.

Just over a month after commencing the project, we helped Associated close a \$265 million sale of ABRC to New York-based USI Insurance Services, a leading insurance brokerage and consulting firm backed by KKR and Caisse de dépôt et placement du Québec. The transaction successfully enhanced shareholder value, while supporting the loan growth needed by borrowers during the COVID-19-related economic downturn.

## Practice Highlights

- Represented numerous financial institutions in merger transactions in excess of \$1 billion in value, as well as recapitalizations, acquisitions and divestitures of operating assets, portfolios and branches.
- Served as lead bankruptcy counsel for the Chapter 11 Trustee and subsequently the Chapter 7 Trustee in the Brooke Corp. et al (Brooke Insurance) bankruptcy cases.
- Lead trial counsel for financial institution in matters such as lender liability, defaults and priority disputes in arbitration proceedings and state and federal courts throughout the country.
- Counseled multi-state bank with respect to issuing corporate, small business, purchasing and consumer credit cards including preparation of customer agreements and notices, insuring compliance with applicable federal and state laws and regulations, and incorporating best practices.
- Defended consumer installment lender in arbitration involving alleged unlawful debt-collection activities.

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Working with the Husch Blackwell team on a wide range of legal issues over the last two years has consistently exceeded my expectations. I would sum up their services as knowledgeable, thorough, direct and, best of all, easy to manage.

— Gear Fisher, CEO, Peaksware

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## Relentless client focus.

At Husch Blackwell, we have built our law firm around one idea: to guide our clients from where they are to where they want to be. Our industry-centric approach gives us a deep understanding of what our clients face every day. But more than that, it creates a shared vision that moves our clients forward.