

## William W. Hooper

Senior Associate

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Will Hooper is a senior associate in the firm's Financial Services & Products Group. Will focuses his practice on the representation of fintech companies, banks, and private equity investors in complex strategic transactions, including M&A, securities offerings, and strategic investments, with significant experience in cross-border transactions. Will also represents public and private companies in the financial services industry in regulatory, corporate governance, and SEC reporting matters.

### *Representative Experience*

#### ***Payments and Fintech***

- Represented a global merchant acquirer in its acquisition of a well-known and established payments gateway business in the UK and Ireland.
- Represented a global financial services company in its acquisition of a provider of loyalty solutions for merchants and consumers.
- Represented CPS Payment Services in its \$78 million sale to Repay Holdings Corp.
- Represented a global merchant acquirer in its acquisition of a point-of-sale software provider with operations in the United States, Belize, Ireland, and Lithuania.
- Represented a global merchant acquirer in its acquisition of numerous merchant portfolios in the United States and the UK.
- Represented a global merchant acquirer in its acquisition of a payment technology company in Norway.
- Represented top U.S. retailers in the negotiation of key payment processing agreements.
- Represented numerous merchant acquirors, payment facilitators, and ISOs in negotiating key commercial agreements and strategic partnerships.
- Represented a global payments company in its acquisition of a payment technology company in Gibraltar.
- Regulatory counsel to a B2B payments company in its \$300 million private capital raise.

#### ***Capital Markets***

- Represented Southern National Bancorp of Virginia Inc. in its \$65 million public offering of subordinated notes.
- Represented The First Bancshares Inc. in its \$65 million private placement of subordinated notes and subsequent exchange offer for identical registered subordinated notes.
- Represented Northpointe Bancshares Inc. in the private placement of \$95 million of depositary shares representing 1/40th of a share of its non-cumulative perpetual preferred stock, series B.
- Represented The First Bancshares Inc. in its \$50.8 million follow-on offering of shares of its common stock.

- Represented one of the largest banks in the United States in a minority investment in a health care payments company.
- Represented a wealth management company in a \$50 million private recapitalization.
- Represented investors and issuers in numerous recapitalizations of banks and bank holding companies involving issuances of voting and non-voting equity securities.
- Counsel to underwriters and placement agents in numerous public and private offerings of equity and debt securities.
- Counsel to numerous bank holding companies in public and private securities offerings, including common stock, preferred stock, depositary shares, and debt.

## **Bank M&A**

- Counsel to The First Bancshares Inc. in seven acquisitions of other community banks.
- Counsel to SmartFinancial Inc. in its acquisition of Progressive Financial Group Inc. and the pending acquisition of Sevier County Bancshares Inc.
- Counsel to FB Financial Corporation in its acquisition of Clayton Bank and American City Bank.
- Counsel to one of the largest banks in the United States in its disposition of its health savings account line of business.
- Counsel to Piedmont Bancorp Inc. in its acquisitions of WestSide Bank and Mountain Valley Bank.
- Counsel to CoastalSouth Bancshares Inc. in its acquisition of Foothills Financial Corporation.
- Counsel to FirstSouth Bancorp Inc. in its sale to First-Citizens Financial Corporation.
- Counsel to Charter Financial Corp. in its sale to Centerstate Bank Corporation.

## **Publications & Presentations**

### **Publications**

- “No More Grading on a Curve: OCC Revamps Its Community Reinvestment Act Rules,” *The Banking Law Journal*, October 2020.
- “Agencies Release Proposed Questions and Answers Regarding Community Reinvestment Act,” *Real Estate Finance Journal*, Summer/Fall 2014.

### **Education**

- University of Tennessee (J.D., 2014)
- University of Tennessee (B.S., 2011)

### **Admitted to Practice**

- Georgia

### **Related Services**

Corporate & Finance | Financial Services & Products | Payment Systems | Mergers & Acquisitions | Capital Markets & Securities | Corporate & Business Transactions | Bank Regulatory | Financial Services - Mergers & Acquisitions