



Gary R. Bronstein

Partner

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Services

Securities
Business & Finance
Mergers & Acquisitions

Industries

Financial Institutions
Fintech
Financial Services

Gary Bronstein is a Team Leader of the firm's Financial Services team. Mr. Bronstein provides a broad spectrum of strategic advice to financial institution and public company clients. He concentrates on initial public offerings and other specialized public and private capital raising transactions, mergers and acquisitions, proxy contests, and a host of other corporate and securities law matters that arise during the life of clients.

Mr. Bronstein has had extensive experience with financial institution enforcement cases creating resolution strategies, negotiating settlements and leading internal investigations. Mr. Bronstein also advises on corporate governance for public company clients and clients that have been the subject of enforcement proceedings.

Some highlights of Mr. Bronstein's career include representing dozens of corporate clients with public and private equity and debt financings; assisting in the structuring, negotiation and completion of dozens of merger transactions involving both public and private companies; representing both corporate clients and dissident shareholders in defending against and waging proxy contests; representing several fintech and start-up companies on a variety of transactions, including corporate mergers and several rounds of equity and debt financings; and leading multiple internal investigations of financial fraud involving management of private and public company clients.

Prior to entering private practice, Mr. Bronstein served as an attorney with the Division of Corporation Finance and Division of Market Regulation at the Securities and Exchange Commission.

Mr. Bronstein has been recognized in 2020 and the seven years immediately preceding as a Washington D.C. "Super Lawyer" in the area of Securities & Corporate Finance by *Super Lawyers* magazine. He was recommended by *Legal 500 US* for Mergers & Acquisitions in 2020 and the four years immediately preceding and is AV[®] rated by Martindale-Hubbell.*

*CV, BV, and AV are registered certification marks of Reed Elsevier Properties Inc., used in accordance with the



Martindale-Hubbell certification procedure's standards and policies.

Experience

Represented Beneficial Bancorp, Inc. ("Beneficial" – NASDAQ: BNCL) in its \$1.5 billion merger with and into WSFS Financial Corporation ("WSFS" – NASDAQ: WSFS), in one of the largest bank mergers announced in the U.S. in 2018.

Represented Audubon Savings Bank in its merger with William Penn Bancorp, Inc., the holding company for William Penn Bank.

Represented Liberty Bancorp, Inc. and its subsidiary, BankLiberty, in its \$103.7 million merger into Central Bancompany, Inc. BankLiberty will also be merged into Central Bancompany's affiliate bank, Central Bank of the Midwest.

Represented Sage bank, a closely held Massachusetts state-chartered cooperative stock bank, in its \$9 million sale to Salem Five Bank, a subsidiary of Salem Five Bancorp.

Conducted internal corporate investigation for a financial institution and negotiated a consent to the issuance of a cease and desist order with the bank regulator.

Represented a private equity group in the acquisition of a controlling interest in a South Carolina bank holding company.

Represented a Maryland financial institution on a wide variety of corporate and securities matters beginning with the company's IPO in 1999, the company's 2008 public offering, a merger transaction, negotiations with dissident stockholders that resulted in a standstill agreement, the issuance of trust preferred securities and preferred securities under the U.S. Treasury's TARP Capital Purchase Program, and a variety of other corporate related matters.

Represents a Maryland-based financial institution in a wide variety of corporate and securities matters, including its IPO and advice on public company reporting matters. Representation also included acquisition of another financial institution, implementation of equity incentive plans and other executive compensation arrangements, and corporate governance matters.

Represented Commercial Federal Corporation in its acquisition of approximately 10 banks and in connection with four underwritten public offerings of common stock and two underwritten public offerings of subordinated notes.



Advised Gouverneur Bancorp Inc., on a going private transaction through a reverse/forward stock split and related delisting from Nasdaq.

Represented Wellesley Bank, a Massachusetts cooperative bank, in its mutual to stock conversion and the related \$22.5 million initial public offering by its newly formed holding company.

Persuaded the Department of Justice not to take any action against a financial institution for alleged violations of fair lending laws despite a referral to the DOJ by the FDIC.

Represented Beneficial Mutual Savings Bank in its \$236 million initial public offering and its simultaneous \$183 million acquisition of FMS Financial Corp., Burlington, New Jersey.

Education

Boston University B.A. (1975)

California Western School of Law J.D. (1979) *cum laude*

Professional & Community Activities

University of North Carolina School of Law, Center of Banking & Finance, Board of Advisors

Insights

[News Releases](#)

Kilpatrick Townsend Receives Top Rankings in 2020 *Legal 500 US*

June 23, 2020

[Events](#)

Expert Call: Bank M&A and Industry Trends

June 4, 2020

[News Releases](#)

23 Kilpatrick Townsend Attorneys Recognized in 2020 *Washington, D.C. Super Lawyers*

April 27, 2020

[Alerts](#)

SEC Provides Relief from Due Dates for Certain Securities Filings

March 30, 2020



Alerts

CARES Act | Important CARES Act Provisions for Financial Institutions

March 27, 2020

In The News

Kilpatrick Townsend's Gary Bronstein Quoted by *BankDirector.com* re: "When the Earnings Get Tough, the Mergers Get 'Strategic'"

January 28, 2020

Events

How to Add Value (And Not Just Grow) Through M&A

January 26, 2020

News Releases

Kilpatrick Townsend Ranked Among Nation's Top 10 Legal Advisers in the 2019 S&P Global Market Intelligence Bank and Thrift M&A League Tables

January 16, 2020

In The News

Kilpatrick Townsend Represents First Advantage Bancorp in Acquisition by Reliant Bancorp

October 24, 2019

News Releases

Kilpatrick Townsend Receives Top Rankings from 2019 Legal 500 US

July 10, 2019

Events

Issues and Trends Facing Today's Audit Committee

June 11, 2019

News Releases

Twenty-Two Kilpatrick Townsend Attorneys Recognized in 2019 Washington, D.C. Super Lawyers

June 7, 2019

In The News

Kilpatrick Townsend Counsels Liberty Bancorp, Inc. in Merger Agreement



April 11, 2019

[Events](#)

Preparing for Performance

January 27, 2019

[Alerts](#)

Video | CFPB Issues Proposed Revisions to No-Action Letter Policy

January 10, 2019

[Alerts](#)

CFPB Issues Proposed Revisions to No-Action Letter Policy and Proposes to Create a Product Sandbox

December 12, 2018

[Alerts](#)

OCC Proposes Regulations That Would Allow Certain Federal Savings Associations to Operate with the Powers of a National Bank

September 12, 2018

[News Releases](#)

Deal Announcement: WSFS Financial Corporation Announces Combination with Beneficial Bancorp, Inc.

August 8, 2018

[In The News](#)

Kilpatrick Townsend Counsels Beneficial Bancorp Inc in its combination with WSFS Financial Corporation Creating the Largest Premier Locally Headquartered Community Bank for the Greater Delaware Valley

August 8, 2018

[Perspectives](#)

The Outlook for Bank M&A Activity

July 2, 2018

[News Releases](#)

Kilpatrick Townsend Receives Top Rankings from 2018 Legal 500 US

June 11, 2018



Events

"The Map Book" for 2018: A Discussion of Bank M&A With Gary Bronstein, Esq.

June 11, 2018

Alerts

Key Provisions of the Recently Enacted Consumer Protection Legislation

June 1, 2018

Alerts

Regulatory Relief Legislation Eases Regulatory Burdens

May 25, 2018

News Releases

Kilpatrick Townsend Attorneys Named 2018 Washington, D.C. Super Lawyers

May 7, 2018

In The News

Gary Bronstein Quoted by Bank Director on "Acquire or Be Acquired: Perspectives Two Banking Megatrends to Watch For"

April 27, 2018

Alerts

CFPB Finalizes Amendment to TRID Mortgage Disclosure Rule

April 26, 2018

Alerts

CFPB Finalizes Further Changes to Mortgage Servicing Rules

March 9, 2018

Events

Looking Ahead to the Next Three Years

January 28, 2018

Alerts

CFPB Finalizes Changes to Prepaid Accounts Rule

January 26, 2018



[In The News](#)

Kilpatrick Townsend's Gary Bronstein Quoted by BankDirector.com re: "Acquirers Cautious and Disciplined in 2017"

January 8, 2018

[Alerts](#)

Congress Votes to Overturn the Consumer Financial Protection Bureau's Arbitration Agreements Final Rule

October 25, 2017

[Alerts](#)

Key Takeaways From the CFPB's Final Rule On Payday, Vehicle Title, and Certain High-Cost Installment Loans

October 10, 2017

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CFPB Announces Changes to Mortgage Servicing Rules

October 6, 2017

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Kilpatrick Townsend Recognized by Prestigious 2017 Legal 500 US

October 2, 2017

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CFPB Finalizes Amendments to Mortgage Data Rule

August 28, 2017

[News Releases](#)

Kilpatrick Townsend Counsels The Community Financial in Its Acquisition of County First Bank

August 1, 2017

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Acting OCC Comptroller Provides Update on Granting Special Purpose National Bank Charters to Fintech Companies

July 26, 2017

[Alerts](#)

CFPB Proposes Changes to Home Mortgage Disclosure Act (HMDA) Reporting Threshold for Community Banks



and Credit Unions

July 19, 2017

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CFPB Issues Arbitration Agreements Final Rule

July 13, 2017

[Alerts](#)

CFPB Finalizes Amendments to the TILA-RESPA Integrated Disclosure (TRID) Rule

July 11, 2017

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Trump Administration Sets Forth Recommendations for Consumer Finance Regulatory Reform

June 21, 2017

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CFPB Seeks Comment on Proposed Changes to Prepaid Rule

June 19, 2017

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Kilpatrick Townsend Attorneys Named 2017 Washington, D.C. Super Lawyers

May 22, 2017

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CFPB Issues Proposed Amendments to Clarify Mortgage Data Rule

April 18, 2017

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OCC Issues Additional Guidance for Evaluating FinTech Charter Applications

March 22, 2017

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CFPB Proposes to Delay Prepaid Rule Effective Date

March 13, 2017



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DC Circuit Grants CFPB's Petition for Rehearing En Banc in PHH Case

February 21, 2017

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Finding The Right Time

January 29, 2017

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Kilpatrick Townsend's Gary Bronstein Featured Panelist at Bank Director's Annual Acquire or Be Acquired Conference

January 29, 2017

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Obama Administration Issues a Fintech Policy Whitepaper

January 18, 2017

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CFPB Issues Report Offering Preliminary Insights on Consumer Finance Marketplace Innovations

October 27, 2016

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Key Consumer Finance Takeaways from the DC Circuit's PHH Decision

October 12, 2016

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CFPB Issues Long-Awaited Prepaid Account Products Final Rule

October 7, 2016

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Recent Legislative and Enforcement Developments in the FinTech Sector

October 4, 2016

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Nasdaq Requires Listed Company Disclosure of Third Party Compensation Agreements with Directors and Nominees



July 29, 2016

[News Releases](#)

Kilpatrick Townsend Recognized by Prestigious 2016 Legal 500 US

June 20, 2016

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The Most Pressing Legal and Regulatory Issues Facing Officers and Directors of Community Banks Today

June 6, 2016

[News Releases](#)

Kilpatrick Townsend's Gary Bronstein Featured Speaker at Maryland Bankers Association's 2016 Annual Convention

June 2, 2016

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Kilpatrick Townsend Attorneys Named 2016 Washington, D.C. Super Lawyers

May 2, 2016

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Announcing "The Map Book" for 2016: A Discussion of Bank M&A

April 29, 2016

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Kilpatrick Townsend's Gary Bronstein Featured Speaker at "The Map Book" for 2016: A Discussion of Bank M&A

April 27, 2016

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The Five Most Pressing Legal Issues Facing A CEO Today

March 31, 2016

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Kilpatrick Townsend's Gary Bronstein Featured Speaker at Bank Director's 2016 Bank Chairman/CEO Peer Exchange

March 28, 2016



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Revised Capital Framework for Depository Institution Holding Companies Organized as LLCs and Partnerships
February 19, 2016

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Is Patience a Virtue?
January 31, 2016

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Kilpatrick Townsend's Gary Bronstein Featured Speaker at Bank Director's 2016 Acquire or Be Acquired Conference
January 27, 2016

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SEC Limits the "Direct Conflict" Exclusion for Shareholder Proposals in Proxy Statements and Reaffirms Its Position on the "Ordinary Business" Exclusion
November 9, 2015

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CFPB Publishes Final Rule Expanding HMDA Requirements
November 3, 2015

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Kilpatrick Townsend Counsels Beneficial Bancorp, Inc. in Acquisition of Conestoga Bank
October 22, 2015

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Kilpatrick Townsend Counsels Fraternity Community Bancorp, Inc. in Merger
October 14, 2015

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Cyber Security Panel Discussion
September 16, 2015

[News Releases](#)

Kilpatrick Townsend's Gary Bronstein Featured Moderator at the Independent Bankers Association of New York



State 2015 Annual Convention
September 9, 2015

Events

Cybersecurity: What Bank Director's Need to Know
June 1, 2015

News Releases

Kilpatrick Townsend's Gary Bronstein Featured Speaker at the Maryland Bankers Association 2015 Annual Convention
May 27, 2015

Events

Cyber Security: What Executive Management Should Know
May 6, 2015

News Releases

Kilpatrick Townsend's Gary Bronstein Featured Speaker at the Independent Bankers Association of New York State, Inc. 2015 CFO & Sr. Management Conference
May 5, 2015

Events

"The Map Book" for 2015: A Discussion of Bank M&A With Gary Bronstein, Esq.
May 1, 2015

News Releases

Kilpatrick Townsend's Gary Bronstein Featured Speaker at "The Map Book" for 2015: A Discussion of Bank M&A
April 30, 2015

News Releases

Kilpatrick Townsend Attorneys Named 2015 Washington, D.C. Super Lawyers
April 29, 2015

Alerts

SEC Adopts Final Regulation A+ Rules Ushering in New Era of Capital Raising
April 15, 2015



Alerts

New York Department of Financial Services Report Identifies Bank Hackers' "Backdoor Entrance," Stresses Vendor Diligence and Contract Negotiation

April 10, 2015

Events

Today's Duty of Care

March 30, 2015

News Releases

Kilpatrick Townsend's Gary Bronstein Featured Speaker at Bank Director's 2015 Bank Chairman/CEO Peer Exchange

March 27, 2015

News Releases

Kilpatrick Townsend Counsels Patapsco Bank in Merger

March 3, 2015

In The News

Gary Bronstein Quoted in Bank Director re: "Five Questions That Directors Should Ask About Proposed Acquisitions."

February 5, 2015

Events

What Matters Most: Size, Profitability or Something Else?

January 25, 2015

News Releases

Kilpatrick Townsend's Gary Bronstein Featured Speaker at Bank Director's 21st Annual Acquire or Be Acquired Conference

January 20, 2015