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Dean H. Dusingberre

Shareholder

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Areas of Focus

Practice

Corporate, Finance and Capital Markets

Industry

Financial Institutions

Dean is Co-Chair of Stevens & Lee's Financial Institutions Group. He is a recognized and trusted advisor to financial institutions, their boards of directors and senior management teams. For more than 30 years he has provided counsel on matters of corporate governance and strategic planning, mergers and acquisitions (M&A), public and private offerings of debt and equity capital, SEC reporting and bank regulation. His work includes proxy statement preparation, executive compensation and equity incentive plans, advice regarding the fiduciary duties and responsibilities of directors under Pennsylvania and Delaware laws, and other corporate and transactional matters. He also has an extensive private company practice involving mergers and acquisitions, business succession, stockholder disputes and business divorce.

Representative Financial Services Transactions

- Represented financial institution in divestiture of technology services affiliate
- Represented Northumberland Bancorp in connection with its placement of Subordinated Notes
- Represented Gibraltar Bank (NJ) in connection with its merger with Bogota Financial, MHC
- Represented Monument Bancorp, Inc. in connection with its merger with Citizens & Northern Corporation
- Represented Mercersburg Financial Corporation in connection with its merger with Orrstown Financial Services, Inc.
- Represented Manor Bank in connection with its merger with Nextier Bank NA\
- Represented the First National Bank of Fredericksburg in connection with its merger with Citizens Financial Services, Inc.

- Represented Integrity Bancshares, Inc. in connection with its merger with S&T Bancorp, Inc.
- Represented Union Bancorp, Inc. in connection with its merger with Riverview Financial Corporation
- Represented Orrstown Financial Services, Inc., in connection with its \$37 million public offering of common stock
- Represented Franklin Financial Services Corporation in connection with its merger acquisition of Fulton County Bancshares, Inc.
- Represented Orrstown Financial Services Corporation in connection with its merger acquisition of the National Bank of Newport
- Represented Pennsylvania State Banking Company in connection with its merger with Sterling Financial Corporation

Representative Non-Financial Services Transactions

- Represented strategic buyer in its rollup acquisition of materials supplier
- Represented a strategic buyer in its acquisition of a leading building products manufacturer
- Represented one of the owners in acquiring sole ownership of a division of a manufacturer of extruded aluminum products in a “D” reorganization split-off
- Represented the owners in an “F” reorganization sale of a business development consulting firm serving the pharma, biopharma and medical device industries to private equity
- Represented the owners of a quarry and construction company in a sale to a strategic buyer
- Represented the purchaser in the acquisition of a registered investment advisory firm
- Represented the owners of a heavy equipment transportation company in a sale to private equity

Recognition

- Dean has been selected by his peers as one of *The Best Lawyers in America* since 2013 in the areas of banking and finance law and corporate governance law, and was named 2013, 2017 and 2023 Harrisburg Banking and Finance Law Lawyer of the Year. He is AV® Preeminent™ rated by LexisNexis Martindale-Hubbell, which is the highest rating for legal ability and general ethics.

Education

- Case Western Reserve University, J.D., Order of the Coif, staff member of the *Case Western Reserve University Law Review*
- Gettysburg College, B.A., *cum laude*

Bar Admissions

- Pennsylvania

Court Admissions

- Supreme Court of Pennsylvania
- U.S. District Court for the Middle District of Pennsylvania