

## For Immediate Release

January 13, 2009

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### **Katten Advises Five Financial Institutions in \$124 Million Worth of TARP Capital Purchase Program Transactions**

*Firm serves as New York counsel in separate transactions with U.S. Treasury*

**NEW YORK** – **Katten Muchin Rosenman LLP** is pleased to have represented five financial institutions in recent unrelated transactions under the U.S. Department of the Treasury's TARP Capital Purchase Program. The firm served as New York counsel to Virginia Commerce Bancorp, Inc., Bank of Marin Bancorp, Pacific City Financial Corporation, Capital Bancorp, Inc. and one other financial institution in unrelated capital investments by the U.S. Department of the Treasury. The value of these transactions totaled nearly \$124 million.

Among the institutions Katten advised are:

- Virginia-based Virginia Commerce Bancorp, Inc. in its \$71 million sale of senior preferred stock and related common stock warrants;
- California-based Bank of Marin Bancorp in its \$28 million sale of senior preferred stock and related common stock warrants;
- California-based Pacific City Financial Corporation in its \$16.2 million sale of senior preferred stock and related preferred stock warrants; and
- Maryland-based Capital Bancorp, Inc. in its \$4.7 million sale of senior preferred stock and related preferred stock warrants.

[Mark I. Fisher](#), a New York-based partner in Katten's [Corporate Practice](#) and a member of the firm's TARP Task Force, served as lead New York counsel on each of these transactions. [Palash Pandya](#), a New York-based associate in Katten's Corporate Practice, assisted Mr. Fisher on the deals.

Lead counsel on the transactions included:

- Kenneth E. Moore, a partner in the San Luis Obispo, Calif., firm of Reitner, Stuart & Moore, for Bank of Marin Bancorp and Pacific City Financial Corporation.

- Noel M. Gruber, counsel in the Bethesda, Md., firm of Kennedy & Baris, LLP, for Virginia Commerce Bancorp Inc. and Capital Bancorp Inc.

Katten's multidisciplinary [Troubled Asset Relief Program \(TARP\) Task Force](#) advises clients on all aspects of the U.S. Department of the Treasury's TARP program created under the Emergency Economic Stabilization Act of 2008. The TARP Task Force draws upon its bank regulatory experience and its prior experience representing the Resolution Trust Corporation in its disposition of defaulted illiquid assets, and includes attorneys in the areas of banking, structured finance and securitization, corporate and securities, executive compensation, real estate, financial services, derivatives, bankruptcy and litigation.

Katten's TARP Task Force advises clients on:

- Participating in the TARP Capital Purchase Program
- Issuing the necessary preferred shares and warrants
- Determining how the executive compensation rules apply to them
- Structuring their compensation arrangements appropriately
- Complying with public disclosure and regulatory requirements
- Participating in programs requiring or encouraging loan modifications

*Founded in 1974, Katten Muchin Rosenman LLP is a full-service law firm with more than 650 attorneys in locations across the United States and an affiliate in London. The firm's business-savvy professionals provide clients in numerous industries with sophisticated, high-value legal services, with a focus on corporate, financial services, litigation, real estate, commercial finance, intellectual property and trusts and estates. Among our clients are a wide range of public and private companies, including nearly a third of the Fortune 100, as well as a number of government and nonprofit organizations and individuals. For additional information, visit [www.kattenlaw.com](http://www.kattenlaw.com).*