



## Matthew M. Guest

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Matthew M. Guest, a partner at Wachtell, Lipton, Rosen & Katz, is a corporate and securities lawyer who primarily focuses on advising public companies on acquisitions and dispositions, securities law matters, takeover defense and general corporate governance matters. A substantial portion of his practice involves representing banks and other financial services companies on mergers and related matters.

Recent representations include:

- **Valley National Bancorp** in its pending acquisition of Bank Leumi USA
- **Capital One** in numerous transactions
- **Chemours** in numerous transactions
- **Thermo Fisher Scientific** in numerous acquisitions
- **South State Corporation** in its 2020 merger-of-equals with CenterState Bank Corporation, its 2017 acquisition of Park Sterling and numerous prior acquisitions
- **The Strategic Development Committee of the Board of TD Ameritrade** in TD Ameritrade's 2020 merger with The Charles Schwab Corporation, as well as TD Ameritrade in its 2017 acquisition of Scottrade and numerous other transactions
- **BB&T** in its merger-of-equals with SunTrust, and numerous other acquisitions, including the acquisitions of Susquehanna Bancshares and Bank of Kentucky

- **CapStar Financial Holdings** in its 2020 acquisitions of FCB Corporation and the Bank of Waynesboro, and in its 2018 acquisition of Athens Bancshares
- **Professional Holding Corp.** in its 2020 acquisition of Marquis Bancorp
- **S&T Bancorp** in its acquisition of DNB Financial
- **Financial Engines** in its sale to Hellman & Friedman
- **Banner** in its acquisition of Skagit Bancorp

Matt Guest was named [MVP by Law360](#) for 2020 and Dealmaker of the Year by *American Lawyer* in 2018. Mr. Guest graduated from Yale Law School. While at Yale, he was notes editor of Volume 109 of the *Yale Law Journal*. Prior to attending law school, Matt received his A.B. in Economics and International Studies from the University of North Carolina at Chapel Hill, where he graduated with highest distinction and honors and was inducted into Phi Beta Kappa.

## Recent Publications

Regulatory Litigation, in *Successful Partnering Between Inside and Outside Counsel*, Robert L. Haig editor-in-chief, published by Thomson Reuters 2021.

[The Resurgence of SPACs: Observations and Considerations](#), in Harvard Law School Forum on Corporate Governance, August 22, 2020.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - Landmark Approval of BB&T and SunTrust Merger of Equals](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, December 14, 2019.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - Bank M&A Remains Sound Strategy in Chaotic Equity Markets; Inattention to Deal Basics Can Lead to Failed Deals](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 16, 2019.

[The 2018 Dealmakers of the Year: Matthew Guest](#), in *The American Lawyer*, April 2018.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - Capable and Committed Boards Drive Transactions and Value Creations](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, October 16, 2017.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - Significant Activity in All Sectors as Financial Institutions Innovate and Evolve](#), in Harvard Law School Forum on Corporate Governance and Financial

Regulation, October 12, 2016.

[Federal Reserve Provides Guidance on Bank M&A](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, July 10, 2015.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - The M&A Landscape: Financial Institutions Rediscovering Themselves Amid Continued Regulatory Change, Intensifying Investor Activism and Technological Disruption](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, January 29, 2015.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - Key Trends in Financial Institutions M&A and Governance](#), in Bank and Corporate Governance Law Reporter Volume 52 Number 1, March 2014.

[Traditional Strategic Mergers Building Next Generation of Regional Bank Powerhouses](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, April 15, 2013.

[Time to Retire Trust Preferred Securities](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, July 4, 2012.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - Recent Deals Show Usefulness of Contingent Consideration in Bridging Valuation Gaps](#), in Bank and Corporate Governance Law Reporter Volume 48 Number 3, May 2012.

[FINANCIAL INSTITUTIONS DEVELOPMENTS - Federal Reserve Approval of Capital One and PNC Transactions Provide a Path Forward for Bank Acquisitions](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, March 6, 2012.

[FINANCIAL INSTITUTIONS DEVELOPMENTS 2012 -The Outlook for M&A](#), in The Harvard Law School Forum on Corporate Governance and Financial Regulation, February 16, 2012.