



CYNTHIA A. SHAFER

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PRACTICE AREAS

Corporate and Business Organizations

Financial Institutions

INDUSTRIES

Financial Services

EDUCATION

University of Cincinnati College of Law, J.D., 1986, Order of the Coif

Bowling Green State University, B.S., 1981, *magna cum laude*

BAR AND COURT ADMISSIONS

Ohio

U.S. Court of Appeals for the Sixth Circuit

Cindy is of counsel in the Vorys Cincinnati office and a member of the corporate practice group. She counsels clients, primarily financial institutions and their holding companies and insurance agency subsidiaries – both publicly traded and privately held – and investment banking firms in securities law compliance, corporate governance matters, mergers and acquisitions, public and private offerings of securities and bank regulatory law.

Career highlights include:

- Representing financial institutions, including bank mergers with several hundred million dollar purchase prices and private insurance agency acquisitions, on more than 50 mergers and acquisitions
- Representing numerous mutual savings associations in their conversions to stock form, including their initial public offerings of stock
- Representing financial institution holding companies in public and private secondary offerings
- Assisting many financial institutions and their holding companies with securities law compliance, corporate governance matters, bank regulatory compliance and bank regulatory enforcement actions

Cindy is a member of the Ohio State Bar Association.

Cindy has spoken and published articles on changes in Ohio public funds law, issues encountered in mergers and acquisitions, corporate governance matters, the requirements of the Dodd-Frank Act and the Sarbanes-Oxley Act of 2002 and the regulations adopted under those laws and compliance by corporate insiders with securities trading regulations.

Cindy received her J.D. from the University of Cincinnati College of Law where she was a member of the Order of the Coif and her B.S. *magna cum laude* from Bowling Green State University.

Insights

"*Client Alert: Update on the New Ohio Pooled Collateral Program for Public Funds*," July 28, 2017

"Complications with Customer Communications in Context of Credit Conveyances (a/k/a Problems with Notices to Borrowers in Default or Bankruptcy When Loans or Servicing are Transferred)," Winter 2017

"Be Prepared: Strategic Planning for M&A Activities," *The Bankers' Statement – Summer 2015*, July 30, 2015

VORYS

CYNTHIA A. SHAFER

(Continued)

"Change-in-Control Compensation Agreements," *The Bankers' Statement – Summer 2015*, July 30, 2015

"In Depth: Financial Regulators Issue Policies and Practices for Diversity," July 30, 2015

"Regulation FD: A Refresher on the SEC Rules Governing Selective Disclosure," *The Bankers' Statement - Summer 2015*, July 30, 2015

"2015 Compensation Update," *The Bankers' Statement – Spring 2015*, Spring 2015

"New Liquidity Opportunities — and New Burdens — for your Over-the-Counter Stock," *The Bankers' Statement – Spring 2015*, Spring 2015

"Enhanced Opportunities for Community Banks: The Federal Reserve's Proposal to Raise the Threshold for Qualifying as a "Small" Holding Company from \$500 million to \$1 billion in Consolidated Assets," *The Bankers' Statement – Spring 2015*, March 23, 2015

"You Went Dark. Now What?," *The Bankers' Statement – Spring 2015*, Spring 2015

Professional and Community Activities

Roselawn Community Council, Trustee, 1995-2004; Vice President, 1995-1998; President, 1998-2001; Secretary, 2002-2003

Honors and Awards

The Best Lawyers in America, Banking and Finance, 2016-2019

Events

Preparing for the 2014 Proxy and Annual Report Season

Preparing for the 2013 Proxy and Annual Report Season--Cincinnati