



# MBA's INDEPENDENT MORTGAGE BANKERS CONFERENCE 2019

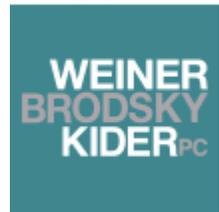
JANUARY 28-31 • HYATT REGENCY SAN FRANCISCO

## Mergers & Acquisitions Workshop AGENDA

*Reflects confirmed speakers as of November 27, 2018.*

*For the latest schedule updates, visit [mba.org/otherevents/mergers-and-acquisitions-workshop](http://mba.org/otherevents/mergers-and-acquisitions-workshop)*

Workshop sponsored by:



9:30 – 10:00 AM

### Registration

10:00 – 11:00 AM

### Current Landscape and Q&A with a Buyer and Seller

Start your day with the macro-view of the M&A landscape followed by an in-depth look at an M&A transaction from both parties involved – the buyer and the seller. What was attractive from perspective of the buyer and the seller? How long was the courting period from start to finish? Describe the due diligence process. What other parties and stakeholders got involved and were there roadblocks? Finally, how is the new partnership working out today? How have you melded cultures and kept your best employees?

#### Speakers:

Jeff Levine, Partner, Houlihan Lokey

11:00 AM – 12 Noon

### Views from an Acquiring Company Lens

Get Insights from a panel of mortgage executives from both banks and independent mortgage companies who are actively acquiring or investing in other mortgage companies. The facilitated discussion will include such topics as: thoughts on the most interesting deals of 2018; current deal structures – including equity stake transactions; and the value of acquiring mortgage servicing rights. Forward-looking predictions for 2019 will be raised – including how much consolidation to expect and what types of mortgage companies will continue to be attractive to buyers.

#### Moderator

Christopher C. Frieden, Partner, Alston & Bird

#### Speakers:

Robert Bush, Head of Strategy, Home Mortgage, Citizens Bank

Bill Cosgrove, President & CEO, Union Home Mortgage

Terry L. Schmidt, CMB, Executive Vice President & CFO, Guild Mortgage Company



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12:00 Noon – 1:00 PM

Network over Lunch

1:00 – 2:00 PM

## Views from a Selling Company Lens

Hear from a panel of mortgage executives and experts who represent companies that have been acquired, have received a capital infusion, formed strategic partnerships or may be considering a graceful exit. A moderator will probe questions regarding the sale of one's company or potential loss of control, including financial, organizational and psychological dimensions important to owners and employees. The current difficult market conditions will not be ignored but instead, addressed head-on. The panel will discuss the realities of today's market, how to beat the odds and how prepare yourself as an owner for the best transition possible under the circumstances.

### Moderator

Lauren Pryor, Partner, Mayer Brown LLP

### Speakers:

Dan Diepenhorst, President, Legacy Mutual Mortgage

Teresa Whitehead, Chief Executive Officer, Citywide Home Loans/CHL Mortgage

2:00 – 3:00 PM

## Deal Structures: Legal, Accounting and Tax Considerations

A group of legal, accounting and tax experts will discuss legal and regulatory issues involved in various deal structures as well as accounting and tax implications, such as how tax reform may affect an M&A transaction. Types for deal structures will be explained including differences between: asset sales, whole company sales, hold-backs, strategic partnerships, joint ventures, risk sharing, and/or minority vs. majority equity stakes. The rewards and risks associated with each deal structure option will be discussed.

### Speakers:

Mitch Kider, Chairman and Managing Partner, Weiner Brodsky Kider PC

Don J. Halpern, Partner, Weiner Brodsky Kider PC

Ken Richey, Managing Partner, Richey May & Co., LLP

3:00 PM

## Workshop Ends