

Adam G. Smith

Partner

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OVERVIEW

Adam Smith is a partner in the firm's Mergers and Acquisitions practice group. Adam represents clients across industries in connection with corporate, merger and acquisition, and securities matters. A significant portion of his practice involves the representation of regulated financial institutions. Adam counsels both publicly traded and privately held banks and bank holding companies, and other financial services companies, with respect to mergers and acquisitions; public and private offerings of debt and equity securities; corporate governance, regulatory, and compliance matters; and general day-to-day corporate and operational issues. Adam has advised financial institutions on billions of dollars of M&A transactions. He also has experience with the formation of new banks and bank holding companies.

Adam serves as a co-lead of the firm's Financial Services industry group.

Adam is recognized by *Chambers USA*, America's Leading Lawyers for Business, *The Best Lawyers in America*®, and Super Lawyers for his work in the areas of Banking and Finance and Mergers and Acquisitions.

PROFESSIONAL BACKGROUND

Prior to joining the firm, Adam served as an attorney at a full-service US law firm where he focused his practice on financial services, mergers and acquisitions, and corporate finance.

ACHIEVEMENTS

- Recognized by *Chambers USA* for Banking & Finance: Regulatory in Tennessee, 2019-2026
- Listed in *The Best Lawyers in America*® in Nashville
  - Lawyer of the Year for Financial Services Regulation Law, 2025
  - Banking and Finance Law, 2019-2025
  - Financial Services Regulation Law, 2018-2025
- Named to the Mid-South Rising Stars list for Mergers & Acquisitions, 2013, 2015-2019

PROFESSIONAL / CIVIC ACTIVITIES

- American Bar Association
- Tennessee Bar Association
- Nashville Bar Association

SPEAKING ENGAGEMENTS

- Speaker, M&A Simulation, Acquire or Be Acquired Conference, January 2023
- Moderator, CEO Roundtable, Tennessee Bankers Association, June 2022
- Speaker, Buy, Sell, or Survive, Tennessee/Mississippi Bankers Associations CEO/Executive Management Conference, October 2012
- Speaker, Dodd-Frank Act, Tennessee Bankers Association, September 2010

EDUCATION

- J.D., University of Tennessee College of Law, 2006
- B.B.A., Middle Tennessee State University, 2003

ADMISSIONS

- Bar of Tennessee

THOUGHT LEADERSHIP *POWERED BY HUB*

- December 2024, Financial Services Industry Insights: Washington Weekly Series
- 1 May 2023, FRB, FDIC Deliver Reports and Take Some Blame on Silicon Valley Bank and Signature Bank Failures; More Regulation Ahead
- March 2023, Cash Management in the Post-SVB World
- 10 March 2023, Silicon Valley Bank Receivership - Flash Briefing on Its Impact and What Comes Next

OTHER PUBLICATIONS

- Co-author, “Strategic Growth in a Challenging Environment,” *Bank Director*, 8 December 2023
- Author, "Leveraging Technology for Growth," *BankDirector.com*, 24 February 2023

- Author, Memo to the Partner: Proposed Anti-Dilution Provision, 8 TRANS. TENN. J. BUS. L. 433, (2007)
- Author, Case Commentary, 6 TRANS. TENN. J. BUS. L. 223, (2005)

NEWS & EVENTS

- 4 June 2026, K&L Gates Receives Nearly 235 Firm, Individual Rankings in 2026 *Chambers USA* Guide
- 20 October 2025, K&L Gates Advises Commercial Bancgroup, Inc. on US$172 Million IPO
- 5 June 2025, K&L Gates Receives More Than 240 Firm, Individual Rankings in 2025 *Chambers USA* Guide
- 23 December 2024 - 27 January 2025, Financial Services Industry Insights: Washington Weekly Series
- 17 December 2024, K&L Gates Represents Commercial Bancgroup, Inc. in Mergers With AB&T Financial Corporation
- 17 December 2024, K&L Gates Advises First Commerce Bancorp, Inc. on its Announced Acquisition of Peoples Bank of Middle Tennessee
- 17 December 2024, K&L Gates Guides Bancshares of Ripley, Inc. Through Its Merger With Security Bancshares, Inc.
- 15 August 2024, Nearly 430 K&L Gates Lawyers Named Among 2025 Best Lawyers in America, Ones to Watch
- 6 June 2024, K&L Gates Receives More Than 200 Firm, Individual Rankings in 2024 *Chambers USA* Guide
- 1 June 2023, K&L Gates Receives Firm, Individual Rankings in 2023 *Chambers USA* Guide
- 29-31 January 2023, Acquire or Be Acquired Conference, Hosted by Bank Director
- 1 June 2022, K&L Gates Receives Firm, Individual Rankings in 2022 *Chambers USA* Guide
- 21 July 2021, K&L Gates Advises Reliant Bancorp on $517 Million Merger With United Community Banks
- 3 February 2021, K&L Gates Launches Nashville Office With Hire of 25+ Lawyers

AREAS OF FOCUS

- Mergers and Acquisitions
- Corporate and Acquisition Finance
- Debt Capital Markets

INDUSTRIES

- Banking

- Financial Services

REPRESENTATIVE EXPERIENCE

Financial Services Matters

- Represented Heritage Community Bank relative to its merger with UBank.
- Represented Republic Bank & Trust Company in its sale of substantially all of the assets of Republic Bank Finance, a division of Republic Bank & Trust Company, to CAN Capital Merchant Services, Inc.
- Represented Commercial Bancgroup, Inc. (NASDAQ: CBK) on its US$172 million initial public offering (IPO) of common stock.
- Represented First Commerce Bank in its acquisition of Peoples Bank of Middle Tennessee.
- Represented Bancshares of Ripley, Inc. and its bank subsidiary, Bank of Ripley, in their mergers with Security Bancshares, Inc. and its bank subsidiary, Security Bank and Trust Company.
- Represented Commercial Bancgroup, Inc., the parent company of Commercial Bank, in its acquisition of AB&T Financial Corporation and its bank subsidiary, Alliance Bank & Trust Company.
- Represented Reliant Bancorp, Inc. (NASDAQ: RBNC) in connection with its US$600+ million merger with United Community Banks, Inc. (NASDAQ: UCBI).
- Represented Traditions First Bank in a private offering of bank common stock.
- Represented First Capital Bank in its sale to Planter Bank and Trust Company.
- Represented Community Bank, Lexington, Tennessee, in its acquisition of a branch office of Decatur County Bank.
- Represented FCB Corporation, The First National Bank of Manchester, and The Bank of Waynesboro in their sale to CapStar Financial Holdings, Inc. (NASDAQ: CSTR).
- Represented TriStar Bancshares, Inc. in a private offering of common stock.
- Represented Citizens Bancorp Investment, Inc. in its acquisition of American Bank & Trust of the Cumberlands.
- Represented Decatur Bancshares, Inc. in a private offering of subordinated debt.
- Represented Reliant Bancorp, Inc. (NASDAQ: RBNC) in its acquisition of First Advantage Bank.
- Represented Reliant Bancorp, Inc. (NASDAQ: RBNC) in its acquisition of Community Bank & Trust.
- Represented Commercial Bancgroup, Inc. in its acquisition of First National Bank and Trust.
- Represented Traditions First Bank in its acquisition of a branch office of Legends Bank.

- Represented Reliant Bancorp, Inc. (NASDAQ: RBNC) in an offering of US$60 million in aggregate principal amount of fixed-to-floating rate subordinated notes.
- Represented Commercial Bancgroup, Inc. in its acquisition of Citizens Bank.
- Represented SmartFinancial, Inc. (NASDAQ: SMBK) in its acquisition of Foothills Bank & Trust.
- Represented Reliant Bancorp, Inc. (NASDAQ: RBNC) in its acquisition of Community First Bank & Trust.
- Represented SmartFinancial, Inc. (NASDAQ: SMBK) in its acquisition of Southern Community Bank.
- Represented Cumberland Bank & Trust in its sale to First Federal Bank.
- Represented Civic Bank & Trust in its sale to Franklin Financial Network, Inc. (NYSE: FSB).
- Represented SmartFinancial, Inc. (NASDAQ: SMBK) in a private offering of subordinated debt securities.
- Represented First Freedom Bank in its acquisition of branch offices of Atlantic Capital Bank, N.A. (NASDAQ: ACBI).
- Represented SmartBank (NASDAQ: SMBK) in its acquisition of a branch office of Atlantic Capital Bank, N.A. (Nasdaq: ACBI).
- Represented Reelfoot Bank in its merger with Security Bank and Trust Company.
- Represented TriSummit Bank in its sale to HomeTrust Bancshares, Inc. (NASDAQ: HTBI).
- Represented SmartFinancial, Inc. (NASDAQ: SMBK) in its acquisition of Capstone Bank.
- Represented SmartFinancial, Inc. (NASDAQ: SMBK) in an underwritten public offering of common stock.
- Represented Commerce Union Bancshares, Inc. in a private offering of common stock.

Other Matters

- Represented a manufacturer of loading dock equipment in its sale to a private equity buyer.
- Represented a commercial cleaning company in its sale to a private equity buyer.
- Represented a commercial security company in its sale to a strategic buyer.