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...Every Step of the Way.<sup>SM</sup>

# 2012 Transactions

## Capital Offerings



Non-Public Offering of Adjustable Rate Non-Cumulative Non-Voting Perpetual Preferred Stock, Series A



acted as special legal counsel to Landmark Bancorp, Inc. in this offering

July 2012

**Alpha REI VI, LLC**


\$1,898,800

Private Placement of Class B and Class C Non-Voting Membership Interests




acted as special legal counsel to Alpha REI VI, LLC in this offering

August 2012



\$5,000,000

Private Placement of 7% Non-Cumulative, Non-Voting, Non-Convertible Perpetual Preferred Stock, Series B



acted as special legal counsel to Mid Penn Bancorp, LLC in this offering

September 2012



**Phoenix Bancorp, Inc.**

\$1,500,000

Private Placement of units, consisting of one share of Common Stock and one Non-Transferable Contingent Right to receive 0.25 shares of Common Stock



acted as special legal counsel to Phoenix Bancorp, Inc. in this offering

October 2012

**Timber Creek Investments, LLC**

\$2,500,000

Private Placement of Class B Non-Voting Membership Interests



acted as special legal counsel to Timber Creek Investments, LLC in this offering

November 2012

## Mergers and Acquisitions



**Phoenix Bancorp, Inc.**

Acquisition of up to 9.9% of the Voting Shares of Union Bancorp, Inc.





acted as special legal counsel to Phoenix Bancorp, Inc. in this transaction

August 2012

**Michael Reed**

Purchase of Shares of Clark Technology Systems, Inc.



acted as special legal counsel to Michael Reed in this transaction

December 2012




Completed an Investment of over \$2.3 Million in

**Fahnestock House Limited Partnership**  
(a USDA/PHEA Senior Housing Project)




acted as special legal counsel to ACNB Bank in this transaction

June 2012



Redemption of \$10 Million Fixed Rate Cumulative Perpetual Preferred Stock, Series A, to the United States Department of the Treasury under its Capital Purchase Program



acted as special legal counsel to Mid Penn Bancorp, LLC in this offering

December 2012

## Other

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*These transactions appear as a matter of record only.*