

Brenna Sheffield

Associate

Atlanta

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Whether helping clients actualize their business goals or navigate the complex regulatory landscapes surrounding securities or financial services, Brenna provides her clients practical, accessible, and insightful counsel.

OVERVIEW

Brenna works with public and private companies on a wide range of corporate matters including equity and debt offerings, SEC reporting, corporate governance, and financial services regulatory matters. Specifically, Brenna has experience in the following areas:

- Buy- and sell-side mergers and acquisitions
- Private placements and public offerings for a variety of companies, including highly regulated financial institutions
- SEC reporting
- Corporate and de novo bank formations
- Licensing and regulatory compliance for state and nationally chartered banks, credit unions, and nonbank financial services companies

In her pro bono work, Brenna helps low-income clients with criminal record restrictions and assists nonprofit entities with formation and 501(c)(3) applications.

REPRESENTATIVE MATTERS

- Represented a private bank holding company in a \$30 million private equity investment and spin-off of its wealth management subsidiaries to existing shareholders.
- Represented a publicly traded bank holding company with assets of \$3.8 billion in its sale to a publicly traded financial services company.
- Represented a private bank holding company with \$2 billion-plus in assets in a \$453 million merger with a \$9.8 billion-asset bank holding company.
- Represented an investor group in its acquisition and \$125 million recapitalization of a private bank holding company with approximately \$2 billion in assets.
- Advised a public bank holding company on participation in the private placement of a data analytics company.

- Represented a startup in formation through multiple rounds of financing.
- Represented a group forming a de novo bank and subsequent bank holding company formation.
- Acted as counsel to a nonbank commercial equipment finance company in connection with state licensing matters.
- Represented a bank holding company in a \$130 million acquisition of a high-performing equipment finance platform with a national reach.
- Counseled a utility company in a \$100 million-plus first-mortgage bond private placements.

AWARDS

- *Best Lawyers in America®: Ones to Watch: Corporate Governance and Compliance Law (2026), Financial Services Regulation Law (2021-2026), Mergers and Acquisitions Law (2022-2026)*
- *Global M&A Network's Turnaround Atlas Awards: Special Situation M&A Deal of the Year (2026)*

TOP AREAS OF FOCUS

- Capital Markets
- Financial Services
- Mergers + Acquisitions

ALL AREAS OF FOCUS

- Capital Markets
- Commercial Contracting
- Corporate
- Corporate Governance
- Emerging Companies + Venture Capital
- Financial Services
- Financial Services Litigation
- Investment Funds + Investment Management Services
- Litigation + Trial
- Mergers + Acquisitions
- Private Equity

PROFESSIONAL/COMMUNITY INVOLVEMENT

- Member, Georgia Association for Women Lawyers
- Member, ACG of Atlanta
- Member, Corporate Bar Association

PROFESSIONAL EXPERIENCE

- Extern, North Carolina Office of the Commissioner of Banks, 2016

EDUCATION AND CERTIFICATIONS

EDUCATION

- University of North Carolina School of Law, J.D., *with high honors, Order of the Coif*, 2017, editor-in-chief, *North Carolina Banking Institute Journal*
- University of Redlands, B.A., *Prouidian Interdisciplinary Scholar, Phi Beta Kappa*, 2008

BAR ADMISSIONS

- Georgia

COURT ADMISSIONS

- Georgia Superior Courts

SPEAKING ENGAGEMENTS

- Speaker, Raymond James Business Owner Strategy Symposium (BOSS), June 16, 2026.

PUBLICATIONS

- Co-author, "Federal Regulators Lower CBLR to 8% and Expand Grace Period," *Financial Services Blog*, May 4, 2026.
- Co-author, "OCC Conditionally Approves Fintech Business Model for SmartBiz Bank, N.A.," *Financial Services Blog*, March 19, 2025.
- Co-author, "FDIC and OCC Finalize New Guidelines on Bank Mergers," *Troutman Pepper Financial Services*, September 18, 2024.
- Co-author, "AOCI Losses: What the Big Hit to Banks' Bond Portfolios Means Going Forward," *Troutman Pepper*, September 1, 2022.
- Co-author, "Most De Novo Banks Will Be Formed by Payments and Fintech Companies," *The Banking Law Journal*, November/December 2021.
- Co-author, "Most De Novo Banks Will Be Formed by Payments and Fintech Companies," *Troutman Pepper*, August 27, 2021.
- Co-author, "Considerations When Contemplating a Branch Consolidation or Closure Initiative," *The Banking Law Journal*, June 2021.
- Co-author, "Q1 De Novo Bank Trends," *Troutman Pepper*, May 20, 2021.
- Co-author, "Regulators Continue to Take on Diversity," *Troutman Pepper*, April 1, 2021.
- Co-author, "Considerations When Contemplating a Branch Consolidation and/or Closure Initiative," *Troutman Pepper*, January 27, 2021.
- Co-author, "SEC's New Exempt Offering Rules: Demo Days and Testing the Waters — All Glisten No Gold?," *Troutman Pepper*, November 25, 2020.
- Author, "Pre-Dispute Mandatory Arbitration Clauses in Consumer Financial Products: The CFPB's Proposed Regulation and Its Consistency With the Arbitration Study," *20 N.C. Banking Inst. J.* 219 (2016).

MEDIA COMMENTARY

- Quoted, "US Banks with Highest Texas Ratios in Q3," *S&P Global Market Intelligence*, November 23, 2022.