Brooke Labonski

Associate

New York
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OVERVIEW

Brooke advises clients on M&A, corporate governance, structured finance, and regulatory matters across the insurance and financial services industries. She represents insurers, intermediaries, financial institutions, and investment firms in complex buy-side and sell-side transactions and ongoing corporate and regulatory needs.

Brooke regularly drafts and negotiates ancillary agreements, disclosure schedules, corporate governance documents, stock and asset purchase agreements, bylaws, shareholder consents, board resolutions, and investor-specific side letters. She manages due diligence workstreams, coordinates cross-functional deal teams, and prepares memoranda identifying regulatory and transactional risks.

In her regulatory practice, Brooke reviews private placement memoranda and other offering documents for compliance with broker-dealer and Investment Company Act requirements, including the 1940 Act. She advises on disclosure, offering-related issues, and investment policies for financial institutions and fund sponsors.

Brooke also advises clients in mortgage warehouse financing transactions. She drafts and updates master repurchase agreements, prepares amendments, reviews intercreditor agreements, and drafts officer's certificates, legal opinions, and other closing deliverables. She supports full transaction lifecycles from initial structuring through documentation coordination and closing, and assists with facility updates, ongoing program management, and coordination among counterparties and transaction advisors.

Brooke's cross-disciplinary experience — spanning corporate, M&A, regulatory, and structured finance work — enables her to provide practical, commercially focused guidance to clients navigating complex financial and transactional matters.

TOP AREAS OF FOCUS

- Mergers + Acquisitions

ALL AREAS OF FOCUS

- Corporate
- Insurance Transactional + Regulatory

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- Mergers + Acquisitions

EDUCATION AND CERTIFICATIONS

EDUCATION

- Brooklyn Law School, J.D., 2024
- The University of Texas at Austin, B.S., 2021, corporate communications

CERTIFICATIONS AND MEMBERSHIPS

- Brooklyn Law School, Certificate in Business Law

BAR ADMISSIONS

- New York

COURT ADMISSIONS

- Supreme Court of New York, Appellate Division, First Judicial Department

PUBLICATIONS

- Co-author, "FUNDamental QuickStudy: SEC Proposes New E-Delivery Approach to Modernize Delivery of Regulatory Information," *Troutman Pepper Locke*, August 4, 2026.
- Co-author, "FUNDamental QuickStudy: SEC Division of Examinations Issues Risk Alert on Economic Conflicts of Interest for Investment Advisers," *Troutman Pepper Locke*, June 29, 2026.
- Co-author, "FUNDamentals: 2025 SEC Examination Priorities," *Locke Lord QuickStudy*, November 26, 2024.

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