

HEDGE FUNDS AND PRIVATE EQUITY

The Investment Funds & Advisors Team at Sheppard Mullin assists clients with legal and business issues relating to hedge funds, private equity funds, offshore funds, and investment advisor registration and counseling.

Our services include the following:

- Initial set up, consisting of formation of the investment advisor and the fund, choice of entity, assistance in registration of the advisor with the appropriate state and/or federal agencies, completion of Form ADV, preparation of offering materials and subscription agreements, preparation of the investment advisory agreement
- State and SEC regulatory compliance
- Preparation of Code of Ethics, Insider Trading Policies, Compliance and Procedures Manuals
- Documentation and negotiation of investments as appropriate (handling PIPEs deals, structured equity, mezzanine and second lien loans, and convertible debentures)
- With regard to funds engaged in merger arbitrage, providing appropriate antitrust advice, including analyzing federal and international regulatory approvals and requirements
- Coordination with auditors, prime brokers, accountants, administrators and other third party compliance personnel
- Representation of offshore funds engaged in US investments
- Representation of funds in litigation and arbitration, including prosecution of actions to protect and recover investments and defense of claims for alleged breaches of agreements or fiduciary and other duties
- Tax planning relating to state, federal and international tax implications, including creation of master-feeder structures
- Negotiation of profit participation arrangements in the management company and development of exit strategies