



Hedge Funds / Investment Funds

Contact Information

Matthew S. Eisenberg
meisenberg@fdh.com
T: (203) 325-5084
F: (203) 325-5001

Harold B. Finn III
hfinn@fdh.com
T: (203) 325-5029
F: (203) 325-5001

Erik A. Bergman
ebergman@fdh.com
T: (203) 325-5026
F: (203) 325-5001

Jeffrey Plotkin
jplotkin@fdh.com
T: (203) 325-5018
F: (203) 325-5001

**Investment Adviser
Resource Center**
FDH Compliance Series™

Finn Dixon & Herling provides a broad range of legal services to hedge funds, other alternative investment funds and their investment managers. Our hedge fund attorneys draw on decades of collective experience to provide legal services with a high level of sophistication. Our extensive knowledge of the hedge fund industry, as well as extensive industry contacts, enables us to provide clients with insights on industry trends and current market/business practices, and to approach client-servicing from a perspective that takes into account the business realities that clients face. Each client relationship is approached on an individualized basis, taking into account the specific circumstances applicable to the client as well as the client's expressed needs and preferences.

Firm attorneys have collectively represented hundreds of funds. The firm represents fund managers located in the U.S., Canada, Europe and Asia, with assets under management ranging from less than US\$100 million to more than US\$10 billion. Among the strategies employed by firm clients, are:

- Long-only equity
- Long/short equity
- Sector-focused
- Country/region-focused
- Options
- Fixed income
- Quantitative
- Arbitrage
- Distressed/special situations
- Activist
- Real estate
- Asset-based/non-performing loan
- Multi-strategy
- Fund of funds/multi-manager platforms
- Manager/fund incubator
- Futures/commodities

Finn Dixon & Herling represents funds and fund managers employing a wide variety of legal structures and implicating a broad range of regulatory considerations. In addition, our attorneys have frequently represented clients in connection with innovative and cutting-edge fund products (e.g., ERISA funds, insurance-dedicated funds, principal-protected fund products, multi-manager platforms, hybrid fund products). In this regard, our hedge fund attorneys work closely with the firm's other practice groups, in particular: Private Equity, Mergers & Acquisitions, Banking and Finance, Tax, Employment Law and Litigation.

Services – Domestic and Offshore Fund Formation

We advise clients with respect to all U.S. legal aspects of fund formation, including:

- General partner/management company structuring and formation including: arrangements among principals; employee compensation and retention matters; and related tax matters
- Structuring of fund products including: U.S. tax implications of alternative fund structures; appropriate jurisdictions of formation – U.S. vs. offshore; available exemptions from the U.S. Investment Company Act of 1940; side-by-side vs. master-feeder investment structures; hybridized products and structures
- Seed investment and joint venture matters
- Preparation of formation documents for general partner, management company and funds
- Preparation of fund offering documents
- Coordination with other professionals, including: accountants, auditors, administrators, offshore legal counsel
- Investment Adviser registration and compliance
- Broker-Dealer registration and compliance
- Commodity pool operator registration and compliance

Services – Post-Formation Matters

We advise clients with respect to a variety of post-formation legal matters, including:

- SEC and state notice (“blue sky”) filings
- Employment and consulting agreements. Other personnel matters
- “Side letters” and other investor agreements
- Investing/trading issues regarding liquid and illiquid positions
- 1934 Act compliance matters (Schedules 13D, 13G; Form 13F; Forms 3, 4, 5)
- Derivatives (review of ISDA documentation, negotiation with counterparties)
- Private equity and other “side pocket” transactions
- Credit facilities
- Governance matters
- On-going Investment Adviser, Broker-Dealer and commodity pool operator registration and compliance matters
- ERISA matters
- Regulation D compliance
- Distribution/marketing agreements
- Third party marketer due diligence and compliance matters
- Manager due diligence matters for funds of funds and similar products
- New product design and implementation

Services – Management Company Transactions

- Seed investments

- Joint venture transactions
- Investments by strategic/financial investors
- Sale of business
- Succession matters