

Private Equity and Investments

You need experienced counsel to handle the legal, regulatory, and structuring issues so you can focus on raising capital, sourcing deal flow, and getting deals done. We're here to make that happen. Sounds simple, but what it really takes is lawyers so attuned to our private equity clients' business and goals that it just looks that way.

A key focus of Carrington Coleman's private equity team is serving as outside general counsel to private equity and other investment firms on all matters ranging from the launch of your firm to the acquisition and disposition of your portfolio investments and everything in between.

The business of private equity from “soup to nuts”

Because Carrington Coleman is a full-service firm with extensive experience in transactions of every kind, we can take care of your firm as it grows, well beyond the formation of your first fund. Our lawyers can assist you with all of your legal needs, including fund formation, capital raising, debt financing, regulatory compliance, and portfolio transactions of every kind. And because we come to know so well not only our private equity clients, but also their portfolio businesses, we often serve as *de facto* general counsel for both the private equity firms and their portfolio companies.

The Carrington Coleman approach

We focus our practice on representing firms investing primarily in middle market companies. Our special place in the market is defined by the fact that we're more efficient than the big national firms, with their high fees, over-staffing with junior lawyers, and cookie-cutter approach to transactions. At the same time, our clients look to us for an ongoing relationship because of the array of capabilities we provide that boutique private law firms just can't match. Our efficiency derives from our ability to provide lean, dedicated deal teams, and ensure that everyone on the team knows the client and understands each deal from top to bottom.

You're looking ahead. We are too.

Apart from changes in the market, changes in the regulatory landscape are what keep you – and us – up at night. Keeping you informed of what's ahead helps remove uncertainty and facilitate planning. Among the regulations we're closely watching are the SEC's current focus on private funds and proposed additional regulations. Not only do we keep you informed, we provide feedback on proposed changes to the regulators themselves, who may not fully grasp their unintended regulatory consequences.

Investment Fund focused on Crypto Startups

Client Issue: Launching a hybrid fund to invest in crypto currencies and blockchain projects while allowing both onshore and offshore investors partial liquidity and a defined exit; and creating a flexible structure to accommodate new investments and the evolving regulatory landscape applicable to investments in the crypto space.

Approach: Lean staffing with a senior partner and a senior associate to quarterback the transaction with input from tax, blockchain, and offshore counsel as needed.

Outcome: Successful formation of a Cayman Island master fund structured as a segregated portfolio company, with a Delaware series limited partnership and a Cayman segregated portfolio company to serve as the onshore and offshore feeder funds, respectively.

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Areas of Focus

A wide-angle focus with the big picture in view

Because private equity transactions can and generally do touch on so many areas of law, getting the deal done may involve a trip down the hall to consult with lawyers focused on everything from tax planning to trade secrets, from securities to employment issues. Having that breadth of knowledge in one place helps ensure that nothing gets left out.

Practical counsel in a sea of complexity

You expect us to translate the complex world of regulations in which you live into business-savvy advice. Doing so requires a true understanding of not only the regulations as written, but also the purpose behind them and how to structure your fund in compliance with them. That's how we're able to propose practical responses, explained clearly and simply.

Creativity that gets to a “yes”

Our job is to advise you on the material risks, while not putting up road blocks to your objectives. There are gray areas of the law, so we're here to counsel you on whatever might cause trouble, and what the regulators are currently focused on. Moreover, we don't think it's helpful to just say no; instead, we present compliant alternatives. We'll find the right solution, no matter how much creative thinking it takes.

They're coming to Texas

While we can and do work with private equity firms throughout the U.S., we're in Texas, with deep Texas roots. We know what investors want, and how deals get done in Texas. Today, with many clients moving to Texas from other states, we help them face the challenges of setting up in a new jurisdiction. And our special understanding of the energy sector and the Texas real estate market are a plus.

Significant Matters

- Fund formation
- Tax structuring
- Capital raising
- Portfolio company mergers, acquisitions and dispositions, including bolt-on acquisitions
- Co-Investment vehicles
- Compliance with securities, privacy, anti-money laundering and commodities regulations
- Portfolio manager participation and incentive programs

Primary Contacts

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