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#### PRACTICE AREAS

##### **Corporate and Business Transactions**

Corporate  
Investment Management  
Fund Formation  
Lending Transactions  
Mergers and Acquisitions  
Private Equity  
Transactions  
Joint Ventures  
Private Equity  
Venture Capital  
Securities Transactions  
Operational Advice

#### EDUCATION

University of Chicago  
Law School, J.D. with  
honors, 1993  
Fels Center of  
Government, University  
of Pennsylvania, M.G.A.,  
1991  
University of Chicago,  
B.A. with general  
honors, 1987  
Deep Springs College

## Jahangier Sharifi

Jahangier Sharifi specializes in investment and financing transactions, including private equity and venture capital investments, mergers and acquisitions, and private investments in public companies. He regularly represents hedge funds, private equity funds, investment banks and other financial institutions in connection with their investments in companies in a broad range of industries both in the U.S. and in other jurisdictions. Mr. Sharifi assists clients throughout the life cycle of their investments in companies: advising clients on their rights and duties as investors, including with respect to board appointees; negotiating follow-on investments; evaluating proposed investments by new investors; effecting divestitures through private sales or the public markets; and providing guidance on restructuring or recapitalization of companies. He has extensive experience in structuring joint ventures, mezzanine equity investments and other specialized investment structures. Mr. Sharifi regularly advises clients on issues relating to the receipt of confidential information and market standards for non-disclosure agreements.

Mr. Sharifi also represents investment advisors in structuring and organizing hedge funds, private equity funds, and hybrid funds. He assists clients with seed investments in new funds and with restructuring existing fund investments.

Some representative engagements include:

- Representation of the lead investor in providing equity funding in the formation and capitalization of a sidecar reinsurance vehicle;
- Representation of co-investors in private equity investments in a lithium-ion battery manufacturer;
- Representation of a financial investor in providing seed capital for a newly-formed hedge fund in Brazil;
- Representation of the initial financial investor in a leading executive services firm that was previously wholly-owned by its partners;
- Representation of the lead investor in the initial institutional round of financing for a Turkish social networking website, and in the negotiation of the subsequent investment in that company by a strategic investor;
- Representation of the sole investor providing seed capital for a start-up chip manufacturer in Vietnam;
- Representation of co-investors in the equity restructuring of an ethanol producer in Brazil;
- Representation of a financial investor in early stage equity financing of a privately-held software development company; and
- Representation of debt investors in negotiating shareholder rights for post-reorganization equity and equity kickers granted in connection with loan restructurings.

Mr. Sharifi also has experience in the firm's distressed debt and claims trading practice areas, where he represented clients in the purchase and sale of distressed bank loans and other claims against troubled companies.

#### JAHANGIER SHARIFI (Cont.)

Mr. Sharifi is admitted to practice in New York.

#### NEWS

"From Lender to Shareholder: How to Make Your Equity Work Harder for You" by Jahangier Sharifi and Catherine Rossouw published in *The Hedge Fund Law Report*

"Equity Kickers: Extra Point for Lenders," by Jahangier Sharifi, Thao Do and Jenny Hsieh, published in *The Secured Lender*

#### SEMINARS & SPEAKING ENGAGEMENTS

Panel Discussion: RK&O partners co-host "From Creditor to Equity Holder: How to Make Your Post-Reorganization Equity Work Harder for You"

#### PUBLICATIONS

From Lender to Shareholder: How to Make Your Equity Work Harder for You

Changes Coming to Fund Compensation Structures?

Equity Kickers: Extra Point for Lenders

Lending, Investing and Trading After the Market Break