

## Irtaza Asif Senior Counsel

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Dallas

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Taza advises professional investment managers and private investment sponsors in all aspects of fund formation, including fund and “upper-tier” structuring, fee and carried interest implementation, preparation of offering documents and other marketing materials and negotiation of side letters. Taza also has significant experience on regulatory, compliance and operational issues both during an active fund raise and during the operational stage, including Adviser’s Act registration and exemptions, compliance program establishment and annual reviews and regulatory examinations. Taza is a senior counsel in the firm’s Dallas office. Taza is a member of the firm’s Fund Formation & Investment Management Practice, while also working on sophisticated matters in Corporate & Corporate Governance, Capital Markets & Public Company Advisory and Venture & Growth Capital.

Taza’s sponsor clients include established and emerging private equity, hedge fund, venture capital, growth equity, credit and fund-of-funds sponsors. Additionally, Taza advises institutional “allocators” to funds, including endowments, governmental plans, family offices, fund-of-funds, and corporations on their private capital investment activity.

In addition to his investment management focus, Taza advises a range of public and private clients on complex corporate, M&A, securities and governance matters. The work includes transaction agreements, equity holder and operating agreements, financing arrangements (equity and debt), recapitalizations and incentive equity structures, as well as the drafting and advice on ‘34 Act filings (including Form 13D for active investors and Section 16 filings).

### Representative Experience

- Represented Texas-based PE/growth equity sponsor raising first-time fund and establishing investment management platform (\$250 million).
- Represented Houston-based hedge fund manager raising multiple private funds (\$250 million).

- Provided ongoing corporate and operational support to Switzerland based institutional manager with a focus on publicly traded commodities.
- Spearheaded outsourced regulatory compliance oversight on retained basis for leading institutional investment managers in D.C. area, including guidance through SEC examinations.
- Provided corporate and diligence review to billion-dollar asset manager in private capital transactions across various private investment funds.
- Represented Texas-based wealth manager in sale of business to institutional asset manager.
- Represented Israeli based investment manager in formation of a Series Limited Partnership focused on club-style investments in Israeli start-ups.
- Led Spin-out of multi-billion-dollar investment advisory platform from established Dallas-based family office (\$10 billion).
- Led Real-Estate acquisition of Dallas landmark hotel by private real estate investment firm.
- Representing Special Committee of the Board of Directors of public company in going-private transaction (\$165 million).
- Representing mid-cap public company on a variety of SEC filing and general disclosure matters, Sarbanes-Oxley issues and other public securities and governance matters.
- Representing a large Texas based institutional shareholder on a variety of Section 16 filings and general disclosure matters.
- Represented the Conflicts Committee of a public company in connection with controlling limited partner taking the master limited partnership private.
- Represented a Dallas-based midstream energy master limited partnership in a strategic merger.
- Represented a Utah minerals focused start-up in a Series A equity financing at a \$100 million valuation.
- Represented the sale of Texas-based end to end IT services company to UK buyer.

## **Affiliations**

- Member, State Bar of Texas
- Secretary, Dallas Bar Association Securities Section

## **Presentations and Publications**

- Author, "SEC Proposes Amendments to 13(d) and 13(g) Reporting Requirements – Accelerates Filing Deadlines and Addresses Group Formation Activity" Legal News: Capital Markets & Public Company Advisory (February 16, 2022)

## **Sectors**

- [Digital Assets, Web3 & NFTs](#)

## **Practice Areas**

- [Capital Markets & Public Company Advisory](#)
- [Corporate](#)

- [Fund Formation & Investment Management](#)
- [Mergers & Acquisitions](#)
- [Transactions](#)
- [Venture & Growth Capital](#)

## Education

- IE University (M.S., 2018)
  - Cybersecurity
- DePaul University College of Law (J.D., magna cum laude, 2014)
  - Member, Order of the Coif
  - Recipient, Dean's Merit Scholarship
  - Recognized, Dean's List
  - Recipient, CALI Award: Securities Regulation
- Oklahoma State University (B.A., 2010)
  - Political Science
  - Founding Member, Get Bad Intramural Sports Fraternity
  - Identity Management Specialist, OSU IT Services

## Admissions

- Texas (2014)