

Adam M. Brown

Partner

Northern Virginia

Biography

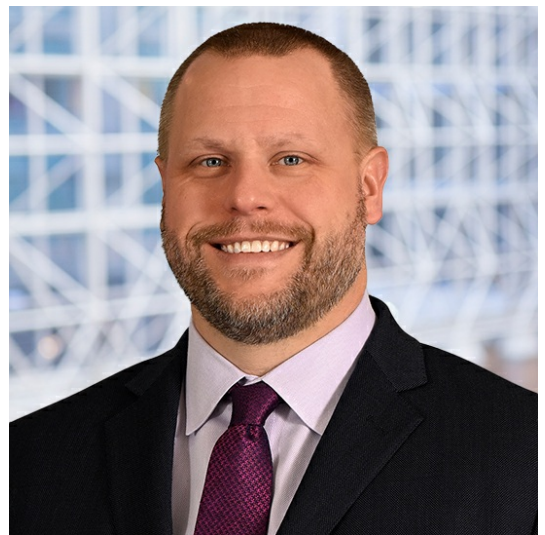
With considerable experience in both raising and deploying capital, Adam Brown understands the legal and business needs of the private investment fund community.

He regularly advises sponsors of, and institutional investors in, private investment funds and their portfolio companies. Adam helps his clients achieve their business objectives by implementing targeted investment and transaction structures designed to align incentives and mitigate risk.

He regularly advises private equity investment firm sponsors on all aspects of their operations, including domestic and cross-border mergers and acquisitions, leveraged buyouts, co-investments, joint ventures, GP-led liquidity solutions, preferred equity offerings, and the ownership, operation, and disposition of portfolio company investments. He also represents domestic and international private fund sponsors on their formation, regulatory compliance, and fundraising activities.

In addition, Adam represents institutional investors in connection with various aspects of their investment programs, including investments in private investment funds and co-investments. He also regularly advises these investors in connection with complex secondaries transactions, including fund recapitalizations and restructurings.

While in law school, Adam served as an executive editor of the *Georgetown Law Journal*.



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Practices

Corporate Governance and
Public Company Representation
Investment Funds
Joint Ventures
Mergers and Acquisitions
Pensions
Private Equity

Industries

Consumer
Manufacturing and Industrials
Financial Institutions
Life Sciences and Health Care
Technology and Telecoms
Private Capital

Representative experience

KSL Capital Partners in connection with its US\$3bn structured secondary transaction for Alterra Mountain Company.

Pantheon as lead investor on Wells Fargo's approximately US\$2bn sale of interests in private credit and private equity funds.

Pantheon as lead investor syndicate in a US\$1.6bn GP-led continuation fund sponsored by ECP to acquire a portion of Calpine Corporation.

Pantheon on the formation of a healthcare platform with Elliott Bay.

Pantheon on Idinvest's venture GP-led, involving the transfer of 12 assets from several growth and venture capital vehicles into a continuation fund.

Pantheon on the GP-led of Avenue Capital Group.

Pantheon on the GP-led of Ports America.

NextNav on its US\$1.2bn SPAC merger with Spartacus Acquisition Corporation.

Awards and rankings

- Investment funds: Private equity funds (including venture capital), *Legal 500 US*, 2021
- Investment Fund Formation and Management: Private Equity Funds, *Legal 500 US*, 2014
- Legal Elite, *Virginia Business magazine*, 2014-2015

Latest thinking and events

- News
 - Election season brings political contribution rule to forefront for investment advisers
- Press releases
 - Hogan Lovells advises Pantheon as co-lead investor in CAD\$1.8billion technology data center transaction

Areas of focus

Bolt-ons

Buy Outs

Carve-outs, Spin-offs, and Split-offs

Co-investments

Company Formation

Cross-border Mergers and Acquisitions

Emerging Companies

Fund Structuring and Establishment

Governance

Infrastructure Funds

Management Incentive Plans

Infrastructure/Energy M&A and Joint Ventures

Private Equity and Venture Capital Funds

Raising Equity Capital

Secondaries

Secondaries and Coinvestments

Education and admissions

Education

LL.M., Georgetown University Law Center, 2011

J.D., Georgetown University Law Center, cum laude, 2008

B.A., Yale University, 2005

- Insights and Analysis
 - Fifth Circuit vacates SEC rules for private funds
- News
 - Staples on LP stake sales in secondaries
- News
 - Roll and sell elections on GP-led transactions
- News
 - CTA regulations set to take effect in January 2024 with obligations for some private fund sponsors

Bar admissions and qualifications

District of Columbia

Virginia

Accolades

A very strong transactional team led by Ed Harris and Adam Brown. Driven, commercial, extremely responsive and with a client-first mindset. Use their people effectively and place a value on diversity and inclusion. Focus on getting the deal done.

Legal 500

Organized, knowledgeable, and creative.

Legal 500
