

## Henry D. Kahn

Partner

Baltimore

Washington, D.C.

### Biography

When you need help navigating the treacherous waters of ever-changing regulatory requirements, Henry Kahn is the person to call. Henry has a deep knowledge of the evolution of the financial services industry.

He particularly enjoys helping foreign clients make sense (when possible) of the complex and often contradictory maze of U.S. regulatory requirements for those that pursue U.S. transactions or create other products for U.S. institutional investors. He even likes reading the Volcker Rule.

Henry draws on 35 years of experience working closely with investment managers, private equity fund managers, trust companies, commercial and investment banks, and broker-dealers. He provides pragmatic solutions to M&A, product development, regulatory, and disclosure needs across the financial services sector.

While his M&A practice is focused in the investment management space, it also encompasses less-regulated industries, typically in the middle market. His transactions often involve private equity-backed companies seeking larger private equity partners to pursue growth plans. Henry's very hands-on approach to transaction execution helps management teams and boards first identify the challenges that threaten successful transactions, then devise and implement practical solutions before they become problems.



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### Practices

Mergers and Acquisitions

Capital Markets

Securities and Public Company  
Advisory

Corporate Governance and Public  
Company Representation

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### Industries

Private Capital

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### Areas of focus

Private Equity and Venture Capital  
Funds

Derivatives and Structured Products

Henry understands the delivery of institutional investment management and wealth management services and products from a trust company platform. He frequently advises limited purpose trust companies and bank trust departments, and has advised most of the limited charters formed in Maryland.

Recognized for his knowledge of Maryland corporate and real estate investment trust law, Henry has advised on the Maryland aspects of many of the largest, most complex M&A transactions involving entities formed as Maryland corporations or REITs. He helped draft (and, after the Governor's veto, redraft) some of the most complicated provisions of Maryland's initial anti-takeover law.

## Representative experience

Sale of Bentall Kennedy to Sun Life of Canada.

Bentall Kennedy purchase of New Tower Trust Company.

Towne Park sale to investor group led by TA Associates.

Henderson Global plc purchase of Geneva Capital Management.

Sale of New Horizons Worldwide to investor group led by Camden Partners and American Public Education.

Purchase of Ned Davis Research Group by Euromoney Institutional Investor PLC.

Purchase of FS Advisory Asia by FTI Consulting Inc.

Sale of Securities Finance Trust Company (dba eSecLending) to Parthenon Capital Partners.

## Awards and rankings

- Capital Markets: Derivatives, Notable Practitioner, *IFLR1000*, 2020
- Investment Funds, Notable Practitioner, *IFLR1000*, 2020
- Private Equity, Notable Practitioner, *IFLR1000*, 2020
- M&A, Notable Practitioner, *IFLR1000*, 2020

Hedge Funds

Investment Funds and Tax

Investment Products and Services

Public Company Mergers and Acquisitions

Cross-border Mergers and Acquisitions

Hostile Takeovers and Takeover Defense

Special Committee and Independent Director Representations

Shareholder Activism

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## Education and admissions

### Education

J.D., The George Washington University Law School, 1980

B.A., Yale University, 1977

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## Memberships

Board Member, Center for Urban Families

Board Member, Hillel at Syracuse University

Board Member, The Waterfront Partnership

Chair, Committee on Corporate Laws, Maryland State Bar Association, 2004-2005

Leadership Council, Open Society Institute -- Baltimore

Trustee and Board Secretary, Gilman School

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- Corporate/M&A (Maryland), *Chambers USA*, 2005-2021
- Business/Corporate, *Maryland Super Lawyers*, 2008-2013, 2016-2018
- Corporate Law, *The Best Lawyers in America*, 2012-2019
- Mergers and Acquisitions Law, *The Best Lawyers in America*, 2008-2019
- Securities / Capital Markets Law, *The Best Lawyers in America*, 2006-2019
- Securities Regulation, *The Best Lawyers in America*, 2012-2019

## Bar admissions and qualifications

Maryland

District of Columbia

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## Latest thinking and events

- News
  - SEC releases long-awaited ESG proposal for investment companies and investment advisers
- News
  - SEC releases 2022 examination priorities with focus on private funds
- News
  - SEC proposes reforms to enhance private fund transparency
- Press Releases
  - Hogan Lovells advises CI Financial on acquisition of Brightworth
- Analysis
  - SEC proposes narrow broker-dealer registration exemption for finders
- Insights
  - SEC amends rules to expand on definition of "accredited investor"