

Partner

Offices: Greenwich CT

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Education: Cdgate University, magna cum laude, B.A. • Fordham University School of Law; Fordham Law Review Associate Editor, J.D.

Admitted: State of CT, 1996 • State of NY, 1997 • Registered Foreign Lawyer in the United Kingdom, 2008

Year joined: 2008

Year became partner: 2008



Overview

Jeff practices corporate law and advises a broad range of businesses in connection with:

- private equity and venture capital transactions
- mergers, acquisitions and divestitures
- financing and capital-raising transactions
- general corporate matters and contracts
- arrangements among shareholders, partners and members
- public and private securities law matters including domestic and international fund formation

He provides advice to family offices on business acquisitions and venture capital investments. In addition, as part of the firm's Emerging Companies group, he regularly advises entrepreneurs, emerging companies, angel investors and venture capital investors in the formation, financing and operation of new and established businesses and in a broad range of transactional matters. In 2007 he received the Fairfield County Business Journal's "40 Under Forty" Award, for top "young leaders" in Fairfield County. Jeff serves as a judge for NFTE (Network for Teaching Entrepreneurship).

Highlights

Representative Matters:

- Represented a medical research and development company in the sale of all of its outstanding shares to a strategic buyer. ([see American Diagnostica transaction](#))
- Represented the US subsidiaries of luxury porcelain manufacturer in its sale to NY-based private equity firm, involving assets in Ireland, England, Japan, Indonesia, Hong Kong, Taiwan, Singapore, Australia, Canada and the U.S. (the largest market). ([see Waterford Wedgwood/Royal Doulton transaction](#))
- \$2 Million Series A Preferred Stock financing for social media company.
- \$2 Million common stock financing for medical device company.
- Represented early stage venture capital firm in secured note and common stock financing.
- Represented a US-based private equity fund in the acquisition of a temporary fencing and flooring company.
- Represented the acquiror of a \$20 million revenue electronic components manufacturer.
- Represented rock candy and browning sauce producer in connection with the sale of all its outstanding shares to a US-based private equity fund.

Publications and speaking engagements

- Moderator, "Alternative Investments by Family Offices," Landmark Venture Forum, January 2012.
- Presenter, "Investor Pitfalls" Withers Bergman's Protecting the Principals Series, December 2011.
- Co-author of "[The Advantages of Pooling Angel Investments](#)," Family Wealth Report, December 2011.
- Co-author of "US Securities and Exchange Commission Issues Final Rule: Are You a Foreign Private Adviser?" Withers Bergman LLP Briefing Notes, June 2011.
- Co-author of "US Securities and Exchange Commission Issues Final Rule: Federal vs. State Regulation of Investment Advisers," Withers Bergman LLP Briefing Notes, June 2011.
- Co-author of "US Securities and Exchange Commission Issues Final Rule: Private Fund Adviser Exemptions," Withers

Bergman LLP Briefing Notes, June 2011.

- Author of "Pennywise or Pound Foolish?" Fairfield County Business Journal, June 2011.
- Co-author of "SEC May Extend Dodd-Frank Compliance Date," Withers Bergman LLP Briefing Notes, April 2011.
- Co-author of "Will Private Equity Fund Managers be Exempt?" Withers Bergman LLP Briefing Notes, April 2011.
- Co-author of "Which Foreign Private Advisers are Exempt?" Withers Bergman LLP Briefing Notes, November 2010.
- Co-author of "Private Fund Adviser Exemptions - New Definitions," Withers Bergman LLP Briefing Notes, November 2010.
- Co-author of "The Dodd-Frank Wall Street Reform and Consumer Protection Act - New Challenges for Fund Managers and Investment Advisers," Withers Bergman LLP Briefing Notes, July 2010.
- Co-author of "New Guidance on Broker-Dealers vs. Finders," Withers Bergman LLP Briefing Notes, March 2010.
- Author of "When to Consider Hiring a Lawyer," Toilet Paper Entrepreneur Blog, May 2010.
- Co-author of "Angel Investors Eligible for Tax Credit," Withers Bergman Briefing Notes, May 2010.
- Co-Host, "Greenwich Entrepreneur" Radio Program, WGCH 1490AM (Greenwich).
- Co-Author of "A Comparison of Proposed Investment Adviser Legislation," Withers Bergman LLP Briefing Notes, August 2009.
- Co-Author of "Recent Tax Decision Provides Opportunities to Reduce Tax Liabilities for Entrepreneurs and Venture Investors," Withers Bergman LLP Briefing Notes, July 2009.
- Quoted, "The Shape of Hedge Fund Regulation to Come: Whistleblower Programs, Capital Requirements and Restructured Regulators," The Hedge Fund Law Report, January 2009.
- Author, "Lessons from *Schoon: Protecting Yourself in the Future from Past Board Participation* ," The Journal of Private Equity, Winter 2008.
- Panelist, "Embracing the Downturn," Entrepreneurs Organization Fall Event, Greenwich, CT, November 2008.
- Co-Author of "Recent Changes to Form D and the Electronic Filing Requirements," Withers Bergman LLP Briefing Notes, September 2008.
- Author of "Private Equity Transactions: Understanding Some Fundamental Principles," January/February 2008, Business Law Today.
- Author of "Protecting Directors from Personal Liability in Interested Director Transactions," May 2006, The Deal LLC.
- Author of "Relationship Managers- Why the New Hedge Fund Rule May Not Just Change the Way to Count Clients," November 2005, The Deal LLC.
- Author of "But is it a Security?-A Look at Offers from Start-up Companies," May/June 2005, Business Law Today.
- Author of "We All Have the Same Goal: Getting the Deal Done," Chapter in the 2008 edition of Inside the Minds: Private Equity and Venture Capital Deal Strategies, Aspatore Books.

Memberships

- Family Office Association, Resource Council Member
- Connecticut Bar Association
- New York Bar Association
- American Bar Association, Committee on Private Equity and Venture Capital
- Market Rulebook's Mid-Market Securities Report, Editorial Advisory Board Member
- General Counsel, Casa Verde Home of Hope, Inc.

On a personal note

Jeff enjoys golf and baseball.



