

Global Fund Finance





Service *Integrity* **Commercial Instinct**
Responsiveness **Teamwork**
Commitment **Global Platform**
Imagination Initiative *Insight*
Financial Services **Powerhouse**
Understanding *Efficiency* **One-Firm Culture**
Diversity and Inclusiveness *One-Stop Shop*
Strategic Partnering *Thought Leadership*
Innovation **Excellence**



Global Fund Finance

Fund finance is who we are. Mayer Brown is a trusted adviser to both lenders and funds in successfully navigating all aspects of the fund finance market. We are known throughout the fund finance industry for delivering creative, actionable ideas and efficient execution. As the array of products grows and the needs of market participants broaden, the number of law firms that can give sophisticated advice on all products and in all circumstances are few. We are one of the few firms that has both the breadth of knowledge to provide a true one-stop shop for counsel on all products and services and the depth of experience to respond to changing structures.

Why Our Clients Choose Mayer Brown

Market and Product Command

A Holistic Approach

Global Platform

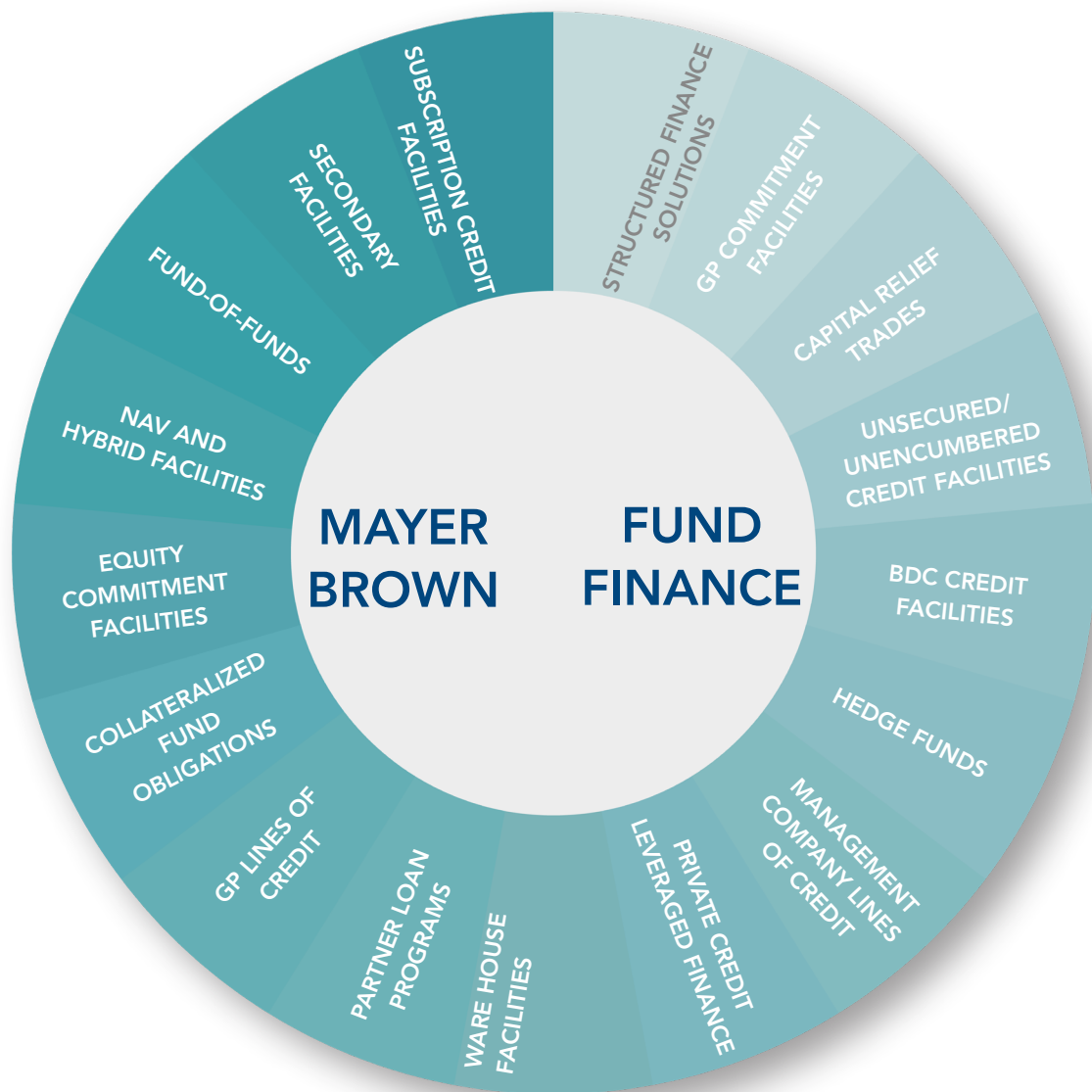
Client Service

Thought Leadership



Market and Product Command

We are at the center of fund finance. Our large and experienced Fund Finance practice leverages our deep market knowledge to help clients make long term investments throughout the entire market—from subscription facilities to collateralized fund obligations—giving us a unique position at the center of fund finance.



Fund Finance Products: Key Highlights

SUBSCRIPTION CREDIT FACILITIES

- Mayer Brown is a market leader and has acted as Adviser to Lenders and Funds on over 500 subscription facilities in the last two years
- Familiarity with 14,000+ limited partners

NAV AND HYBRID FACILITIES

- Advising lenders and borrowers in more than 125 deals in the past three years
- Our lawyers have been on the forefront of the market for such transactions for the past 15+ years
- Innovated the market by creating bespoke structures to meet funds' needs, including: dividend recapitalizations, portfolio acquisition lines and umbrella facilities

UNSECURED/UNENCUMBERED CREDIT FACILITIES

- Innovator on credit facilities involving multiple asset classes, with particular experience in real estate assets
- Represent many of the top 20 largest real estate investment managers

MANAGEMENT COMPANY LINES OF CREDIT

- Over a decade of experience negotiating management company lines of credit
- Deep experience with numerous structures and collateral packages

PARTNER LOAN PROGRAMS

- Conversant in multiple structures
- Familiarity with key industries, including private equity, law, accounting and general corporate

COLLATERALIZED FUND OBLIGATIONS

CAPITAL RELIEF TRANSFERS

BANKING & FINANCE:

Banking Group of the Year
2016, 2017, 2019–2022
– Law360

Currently ranked in 72 Finance categories, including 22 in Band 1 and Band 2, with 84 lawyers recognized in seven Chambers & Partners guides, including Asia-Pacific, Europe, Global, Greater China, Latin America, UK and USA.

FUND FORMATION:

“They are extremely responsive, very practical and really able to give you a real-world view of legal issues that can be very technical.”
– Chambers USA

REAL ESTATE:

Mayer Brown represents 15 of the Top 25 Largest Real Estate Investment Managers, as ranked by total worldwide real estate assets, in millions, as of September 2019.
– Pensions & Investments Magazine

FINANCIAL SERVICES REGULATORY & ENFORCEMENT:

Ranked Band 1 for US Financial Services Regulation: Consumer Finance (Compliance and Litigation)
– Chambers USA

ERISA:

Top-Tier ERISA Litigation Practice since 2016
– US News/Best Lawyers “Best Law Firms”

TAX:

Tax Group of the Year, 2017, 2019, 2021 and 2022
– Law360

A Holistic Approach

Mayer Brown approaches fund finance transactions holistically—with our preeminent finance lawyers working alongside our world-class Fund Formation & Investment Management, Financial Services Regulatory & Enforcement, Tax, Real Estate and ERISA teams.

This seamless network of experienced practitioners provides our Fund Finance team with the keys to understanding any fund vehicle and distilling the most sophisticated fund documents and structures to a level where the parties can properly evaluate the creditworthiness of the transaction.

The finance and funds industries are the core of Mayer Brown with more than 200 lawyers in each of the three financial capitals of the world: New York, London and Hong Kong. We have:

- Represented almost every major financial institution and more than 80 private equity sponsors in connection with subscription credit facilities and other fund financings.
- Advised a broad range of general partners and sponsors in the formation of more than 200 debt, infrastructure, private equity and real estate funds, and counseled more than 500 limited partners in connection with their fund investments.
- Built an extensive global Fund Formation & Investment Management practice comprising nearly 100 lawyers from across the firm’s worldwide practice areas. Our work has included the formation of multibillion dollar funds with global investors as well as the review and negotiation of fund terms on behalf of institutional investors. We have advised on the structuring, implementation and offering of public and private investment funds in a range of jurisdictions worldwide.



Global Platform

With experience in established arenas and emerging markets and with our hubs located in the world's largest financial centers, anchoring our global network of offices, Mayer Brown knows the laws and the political, cultural and commercial influences impacting financial matters worldwide. We build teams composed of the best lawyers from a wide range of professional and cultural backgrounds who are well-equipped to respond to each client's unique needs—whether specific to a certain region or cross-border. Our lawyers offer local market experience while operating seamlessly as members of one firm.

Client Service

With our deep commercial instincts, we never forget that our clients primarily have business problems, not legal problems. We present creative, actionable ideas that can be executed efficiently. Our approach is interactive, advisory and ultimately focused on decreasing the transactional risks for all parties and increasing the certainty of a successful closing.



Thought Leadership

Given our deep understanding of the fund finance market, we are always at the forefront of market developments. We think ahead of the curve and are known for keeping our clients informed on the latest developments and trends in the industry.

Since 2010, our Fund Finance practice has published over 100 legal updates and articles which cover noteworthy developments in the fund finance and subscription credit facility markets.



We are a founding member of the Fund Finance Association.



We organize annual fund finance market update seminars in the United States and abroad.



Thought Leadership



Client feedback about our Fund Finance practice*:

"The team is the best in the business. They bring incredible market knowledge from both a lender and borrower perspective, they apply unparalleled creativity and sophistication to every deal, and from a client service perspective, they are second to none."

"Mayer Brown touts a highly experienced Fund Finance practice capable of providing best-in-class counsel on all aspects of fund financing and partnering with lenders to navigate complex financing opportunities."

"Mayer Brown's Fund Finance team is at the top of the market - they understand the industry, follow the trends and provide expert, timely advice."

* Source: Mayer Brown Client Survey

Talk to Us | Global Fund Finance Team



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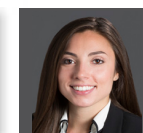
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We have a deep bench of dedicated Fund Finance lawyers—including 14 dedicated Fund Finance partners and over 80 Fund Finance lawyers in offices around the globe.

Our on-the-ground presence in important regions internationally enables us to offer access to local market experience through key business centers in the United States, Europe and Asia. Throughout all of our offices we act as one firm, instilling a culture of cross-border cooperation so that our output is seamless.

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Other Areas in Global Lending

ASSET-BASED LENDING (ABL)

We structure and document the most complex ABL financings using our knowledge of all types of collateral, and we have worked on transactions ranging from middle-market club deals to multibillion-dollar financings. Having been involved in complex intercreditor issues around the world, we understand the issues surrounding the granting and perfection of security interests and recoveries on insolvency in the many jurisdictions in which ABL lenders operate. We have extensive experience using asset-based financing techniques to maximize leverage on acquisition finance transactions, particularly in cross-border European deals.

ENERGY FINANCE

Companies that explore for, develop, produce, store, market, transport, process and use energy resources are among the most capital-intensive in the world. Our lawyers have extensive experience representing energy clients and lenders to these companies, including commercial and investment banks, in all aspects of the capital-raising process. Our lawyers are experienced in financing the purchase, development and sale of energy production, transportation and storage, and other energy infrastructure projects; structuring reserve-based financing of oil and gas assets; financing refineries, petrochemical-related properties, pipelines, plants and other assets; and financing LNG vessels and related export/import facilities.

FINANCIAL SPONSORS

We regularly represent financial sponsors as part of our leveraged finance practice, including in connection with acquisition financings, dividend recapitalizations and follow-on acquisitions. We work with the Mayer Brown corporate team to assist these clients with both buy-side and sell-side representations.

INSURANCE FINANCE

We regularly represent both insurance companies and lenders in the negotiation and documentation of lines of credit, letter of credit facilities and collateral matters. We work on reinsurance agreements, regulatory issues, financing matters, catastrophe bonds and a variety of other transactions in the insurance industry.

LATIN AMERICA

Mayer Brown is one of the most active and regionally experienced law firms representing borrowers and lenders on Latin American deals. We also counsel a wide range of corporations and financial institutions headquartered in Latin America and the Caribbean on their financing needs.

LEVERAGED FINANCE

We understand the fast pace and competitive nature of leveraged finance transactions and the balance required to provide borrowers with commercial terms while protecting lenders' interests. Our practice represents banks and other financial institutions as lead arrangers and lenders in acquisition financings, dividend recapitalizations and refinancing transactions as well as financial sponsors and corporate clients in their leveraged finance transactions.

PRIVATE CREDIT

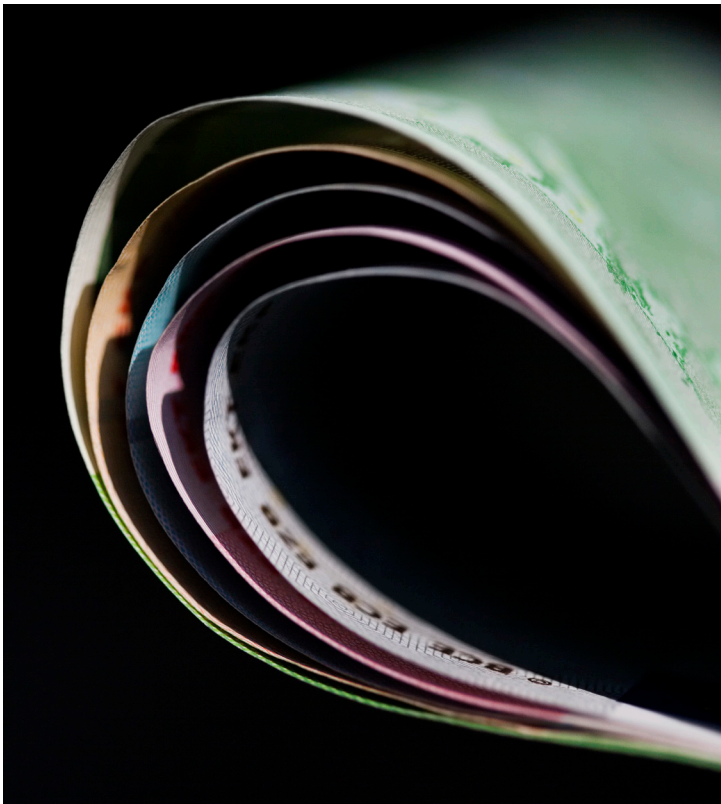
Representing a broad array of direct lending funds and private credit funds in their lending transactions, we understand how these products differ from traditional bank lending products and the other special features of this market. We add value by applying our knowledge of the whole range of financing technologies to the work we do for the participants in this unique market.

RECEIVABLES AND SUPPLY CHAIN FINANCE

The accounts receivables and payables financing market's largest participants call on us to handle a significant percentage of transactions in this area. With experienced counsel worldwide, we are able to assist multinational companies on the issues associated with having a cross-jurisdictional supply chain.

WORKOUTS AND RESTRUCTURINGS

We represent secured and unsecured creditors—both individual creditors and creditor committees—in workouts of loans and in insolvency proceedings of debtors with syndicated credit facilities. We cover every phase in the life of a distressed credit: structuring of workouts, documenting consensual arrangements, foreclosing on collateral and preparing for and advocating during insolvency proceedings in the Americas (including cases under Chapter 11, Chapter 7 and Chapter 15 of the US Bankruptcy Code), Asia and Europe (including debtor-in-possession financings in the United States).



MAYER BROWN PRACTICES

- Banking & Finance
- Capital Markets
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- Employment & Benefits
- Financial Services Regulatory & Enforcement
- Global Mobility & Migration
- Intellectual Property
- International Trade
- Joint Ventures & Strategic Alliances
- Litigation & Dispute Resolution
- Mergers & Acquisitions
- Private Clients, Trusts & Estates
- Public Policy, Regulatory & Political Law
- Real Estate Markets
- Restructuring
- Risk Management
- Tax
- Technology Transactions



INDUSTRIES WE SERVE

- Agribusiness
- Business Development Companies
- Chemicals
- Construction & Engineering
- Consumer Financial Services
- Environmental, Social & Governance
- Fintech
- Health Care
- Hospitality & Leisure
- Infrastructure Investment
- Insurance
- Life Sciences
- Mining
- Oil & Gas
- Private Equity, Funds & Investment Management
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Mayer Brown is a distinctively global law firm, uniquely positioned to advise the world's leading companies and financial institutions on their most complex deals and disputes. With extensive reach across four continents, we are the only integrated law firm in the world with approximately 200 lawyers in each of the world's three largest financial centers—New York, London and Hong Kong—the backbone of the global economy. We have deep experience in high-stakes litigation and complex transactions across industry sectors, including our signature strength, the global financial services industry. Our diverse teams of lawyers are recognized by our clients as strategic partners with deep commercial instincts and a commitment to creatively anticipating their needs and delivering excellence in everything we do. Our “one-firm” culture—seamless and integrated across all practices and regions—ensures that our clients receive the best of our knowledge and experience.

Please visit mayerbrown.com for comprehensive contact information for all Mayer Brown offices.

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