Adam J. Tejeda

Practice Area Leader - Corporate

New York
+1.212.536.4888

adam.tejeda@klgates.com

OVERVIEW

Adam Tejeda is a partner and co-leader of the firm's Corporate and Tax groups. Adam focuses his practice on providing tax and strategic business advice in connection with private investment fund formation, including private equity, private credit, and private real estate, as well as associated transactional work, mergers and acquisitions, financings, joint ventures, and restructurings. He represents both financial and strategic buyers and sellers.

Adam has significant experience working with family offices in connection with the design and implementation of their family office structures and their underlying investment activities. Adam's private investment fund work includes representing both emerging managers and managers with an established history, ranging in fund size of US$100M to US$2B +.

Adam's work routinely involves representing financial and strategic investors in connection with inbound and outbound investments, cross-border financings, domestic and cross-border mergers and acquisitions, multinational IP planning, advising US based clients with regards to outbound operations, including Subpart F and GILTI planning, corporate and tax aspects of joint ventures and other partnership issues, hedge fund advisory work, tax planning and related transactional work with respect to the operations of US multi-nationals, and internal reorganizations.

Adam also has considerable experience representing clients in a variety of industries, including real estate, media, film and studio development, retail, financial services, technology, pharmaceutical, and manufacturing. In addition, Adam has represented clients on contested matters with the Internal Revenue Service (IRS) and similar state taxing authorities, as well as advising clients on Opportunity Zone (OZ) developments established by Congress in the Tax Cuts and Jobs Act of 2017.

ACHIEVEMENTS

- Recognized by *Chambers USA* for Tax (2022)
- Named to Super Lawyers Rising Stars list (2015-2019)

PROFESSIONAL / CIVIC ACTIVITIES

- Certified Public Accountant (Non-practicing)
- Spencer Reid Foundation, Inc.

SPEAKING ENGAGEMENTS

- Speaker, Panel: “Is My Footprint Big Enough? Implementing ATAD 3 – Substance Requirements and Impact on Transatlantic Investment Structures,” 23rd Annual U.S. and Europe Tax Practice Trends, American Bar Association and International Bar Association, 30 March 2023
- Speaker, "Navigating the Effectively Connected Income Tax Regime: Avoiding Devastating Impact on Taxes and Financial Statements," via webinar, 20 April 2021
- Panelist, “Discussion on Opportunity Zones,” Boston, MA, 4 April 2019
- Speaker, “Now that the proposed regulations have been released for the Opportunity Zones Program, What Is Your Next Step?” Qualified Opportunity Funds and Opportunity Zones Released Regulations, Washington, D.C., 31 October 2018
- “Section 336(e) Elections Tax Basis Step Up Through Deemed Asset Sale Treatment,” via Webinar, 26 September 2017.
- “New Manager Forum,” New York, NY, April 2016
- Panelist, 2016 American Bar Association Section of Taxation Midyear Meeting, “Offshore Issues for Private Equity Funds”
- American Bar Association, “Current Issues for Private Investment Funds and Their Managers,” via Webinar, 11 November 2015
- Moderator, 2015 American Bar Association Section of Taxation Joint Fall CLE Meeting, “Current Issues for Private Investment Funds and their Managers”
- Panelist, "Investing in the European Real Estate Markets," K&L Gates Webinar, October 2014

EDUCATION

- LL.M., New York University School of Law, 2009 *(taxation)*
- J.D., Georgetown University Law Center, 2005 *(American Criminal Law Review)*
- B.S., University of Florida, 2002 *(magna cum laude)*
- M.Acc, University of Florida, 2002 *(Accounting)*

ADMISSIONS

- Bar of New York
- United States Tax Court

THOUGHT LEADERSHIP *POWERED BY HUB*

- 26 October 2023, Asset Management and Investment Funds Fall Conferences - New York
- 13 September 2023, Current Trends and Developments in US Real Estate Investment
- 3 October 2023, The Corporate Transparency Act: Through a Family Office Lens
- 10 March 2021, Insurance Opportunities for Asset Managers and Institutional Investors
- 4 February 2021, K&L Gates COVID-19 Relief Tax Summary
- 30 November 2020, Credit Opportunities Funds Recent Developments in Stressed Distressed Strategies
- 28 October 2020, IRS Issues Section 1446(f) Final Regulations
- 22 October 2020, The Capital Gains Rate - Historical Perspectives on "Retroactive" Changes
- 7 October 2020, COVID-19: Buying and Selling PPP Borrowers
- 16 September 2020, IRS Issues Section 1061 Proposed Regulations
- 1 September 2020, COVID-19: IRS Releases Guidance on Employee Payroll Tax Deferral but Fails to Quell Concerns Over Implementation and Collection of Deferred Taxes
- 3 August 2020, Private Equity Emerging Manager Series
- 28 July 2020, Private Credit Funds: Conquering Tax Challenges for Foreign Investors
- 29 May 2020, TALF 2.0 FAQs Round Two: Questions Answered
- 29 May 2020, COVID-19: Affiliation & Aggregation Considerations for the Paycheck Protection Program and the Employee Retention Credit
- 27 May 2020, COVID-19: Taking Stock of Tax Benefits Available in a Pandemic Economy
- 13 May 2020, TALF 2.0 FAQs Released: More Questions Raised
- 6 May 2020, COVID-19: Tax Implications of Paycheck Protection Loan Forgiveness
- 27 April 2020, COVID-19: Revenue Procedure 2020-26 (April 13, 2020) and the CARES Act
- 27 April 2020, COVID-19: Distressed Debt and Tax - Part I - Lender and Debt Holder Considerations
- 20 March 2020, COVID-19: Tax Considerations in the Time of the Coronavirus Pandemic - Part 1

- 13 March 2020, COVID-19: How The Tax Code Can Help The Economy Recover
- 20 December 2019, Opportunity Zone Final Regulations: First Impressions
- 18 September 2019, The End of Capital Gains As We Know It? Wyden Releases Proposal Profoundly Changing How Capital Gains Are Taxed
- 20 August 2019, SEC and NASAA Staffs Issue Statement and Regulatory Guidance for Opportunity Zone Funds: Understanding the Application of Securities Laws to Opportunity Zone Funds
- 21 May 2019, Senators Introduce Report-Card Legislation to Measure the Impact of Opportunity Zone Investments
- 03 May 2019, Worth the Wait: Second Round of Opportunity Zone Proposed Regulations Clears the Way for Many OZ Investments
- 18 April 2019, OZ Flash: Newly Issued Proposed Regulations and the President's Remarks are a Boon to the OZ Incentive
- 28 March 2019, Opportunity Zone Funds: Key Considerations for Private Fund Managers—Part 1
- 25 March 2019, Opportunity Zones: Will Upcoming Proposed Regulations Be Business Friendly?
- 14 December 2018, Trump Executive Order Cuts the Red Tape for Opportunity Zones
- 29 October 2018, Real Estate - An Attractive Investment for OZ Funds Under New Proposed Regulations
- 23 October 2018, Opportunity Zone Proposed Regulations Provide the Certainty Anxious Investors, Developers, and Entrepreneurs Have Been Seeking
- 16 August 2018, Section 199A (to Z): Simplifying the Tax Code for Small Businesses is Complicated
- 14 August 2018, Proposed Regulations Provide Welcome Guidance for 20% Pass-Through Deduction
- May 2018, CLO Manager Forum: Managing Risk in Multiple Markets
- 11 April 2018, Tax Reform and Investment Management: Does the Foreign-Derived Intangible Income Provision Benefit U.S. Fund Managers?
- March 2018, CLO Investor Forum: Balancing Risk, Returns and Conflicting Interests
- 12 March 2018, K&L Gates Private Equity Funds Year-in-Review – A Lookback at 2017 and the Outlook for 2018
- March 2018, The New Tax Law – Challenges and Opportunities
- 20 February 2018, What Do You Think About…Deemed Repatriation?
- February 2018, The Impact of Tax Reform on Private Funds
- 8 January 2018, Tax Reform and Investment Management: Certain International Provisions

- 29 December 2017, Tax Reform and Investment Management: Initial Observations
- 26 December 2017, U.S. Tax Reform: A Golden Ticket for Partnerships and S Corporations?
- 4 August 2017, Sale of U.S. Operating Partnerships by Non-U.S. Persons May Not Generate ECI—U.S. Tax Court Declines to Follow Revenue Ruling 91-32
- 21 April 2016, Bracing for BEPS: How the Evolving Global Tax System Will Impact Your Company
- 6 January 2016, PATH Act Presents Opportunities for Tax-Efficient Non-U.S. Investment in U.S. Real Estate
- 10 November 2015, OECD/G20 Base Erosion and Profit Shifting Project — Final Reports Released

OTHER PUBLICATIONS

- "Regulatory Monitor: Private Funds Update," *The Investment Lawyer*, March 2018
- “A Primer On Effectively Connected Income,” *Law360*, 18 May 2017
- "Effectively Connected Income (ECI) and Private Equity Funds," *LexisNexis*, 2017
- Rum Punch and Taxes – Puerto Rico May Serve as an Island Escape," *AIMA Journal*, March 2016
- “Hitting the Sweet Spot: U.S. and Canadian Tax Treatment of Cross-Border Spinoff,” *Tax Notes International*, Volume 78, Number 12, 22 June 2015

NEWS & EVENTS

- 28 February 2024, Private Funds Conference – Using Irish Fund Structures to Access Private Assets
- 28 November 2023 and 5 December 2023, 2023 ETF Think Tanks
- 10 August 2023, ECI Considerations for Private Investment Funds Tech Session, Hosted by NYSSCPA
- 27 June 2023, Emerging Manager Forum
- 1 June 2023, K&L Gates Receives Firm, Individual Rankings in 2023 *Chambers USA* Guide
- 16 May 2023, K&L Gates Assists Presidio Investors on ElevATE Semiconductor Continuation Fund
- 29 March 2023, 23rd Annual U.S. and Europe Tax Practice Trends, Hosted by American Bar Association and International Bar Association
- 27 March 2023, K&L Gates Strengthens Corporate Practice with Dallas Additions
- 20 October 2022, 2022 K&L Gates Asset Management and Investment Funds Conference - New York
- 1 June 2022, K&L Gates Receives Firm, Individual Rankings in 2022 *Chambers USA* Guide
- 16 May 2022, K&L Gates Advises Goal Investment Management on Launch of Consumer Credit-Focused Fund

- 11 May 2022, K&L Gates Advises Silicon Motion Technology Corporation on US$3.8 Billion Cross-Border Take-Private Acquisition by MaxLinear, Inc.
- 27 January 2022, K&L Gates Advises D-Orbit on Combination with Breeze Holdings Acquisition Corp.
- 29 December 2021 , K&L Gates Advises SeaChange on Merger Forming $5 Billion Public Video App Business
- 29 December 2021 , K&L Gates Advises Gorilla Technology Group Inc. on Proposed Merger with Global SPAC Partners Co.
- 13 December 2021, K&L Gates Advises DDW The Color House on its Sale to Givaudan
- 18 October 2021, K&L Gates Advises Churchill Asset Management on Pair of Private Equity Investment Funds Totaling U.S.$1.5 Billion
- 6 October 2021, K&L Gates Advises Sinch AB on $1.9 Billion Acquisition of Pathwire
- 27 September 2021, K&L Gates Assists Go Instore in Acquisition by Emplifi
- 29 June 2021, K&L Gates Advises Apis & Heritage Capital Partners on Creation of Innovative Legacy Fund
- 10 June 2021, K&L Gates Advises Spartacus Acquisition Corporation on Merger with NextNav
- 22 April 2021, An Introduction to Insurance Products for Asset Managers
- 18 March 2021, K&L Gates Adds Pair of International Tax Partners in Chicago Office
- 23 February 2021, K&L Gates Advises Sinch AB on $1.14 Billion Acquisition of U.S. Telecom Provider Inteliquent
- 3 December 2020, K&L Gates Advises EXASOL AG and Hauck & Aufhäuser on €43 Million Capital Increase
- 1 December 2020, K&L Gates Advises The Goldfield Corporation on Merger with First Reserve
- 10 November 2020, Credit Opportunities Funds - Recent Developments in Stressed-Distressed Strategies
- 5 June 2020, K&L Gates Advises SLC Management on Closing of $500 Million 2020 TALF Fund
- 30 March 2020, K&L Gates Advises Accion Labs on Investment by TA Associates
- 26 March 2020, K&L Gates Advises Churchill Asset Management on US$2 Billion Private Equity-Focused Lending Fund
- 29 April 2019, K&L Gates Cross-Platform Team Advises LG Household & Healthcare Company in Acquisition Agreement with New Avon LLC
- 17 July 2018, K&L Gates Launches Cross-Practice Opportunity Zones Initiative
- 1 November 2017, K&L Gates Advises Boralex on Joint Venture for 325 MW Onshore Wind Projects in the UK

- 1 June 2016, K&L Gates Advises Cascades Inc. in Packaging Plant Purchase from Rand-Whitney

MEDIA MENTIONS

- Quoted, "International Tax Policy To Watch In 2023," *Law360*, 2 January 2023
- Mentioned, "4 Firms Rep As Satellite Biz D-Orbit Goes Public In $1.3B Deal," *Law360*, 27 January 2022.

AREAS OF FOCUS

- Tax
- Corporate and Acquisition Finance
- Emerging Managers, Seed Investors, and GP Stakes
- Fintech Lending
- Mergers and Acquisitions
- Securitization and Structured Finance

INDUSTRIES

- Family Offices
- Financial Services

EMERGING ISSUES

- Opportunity Zones (OZs)