Jill E. Darrow

Partner

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Practices

FOCUS: Transactional Tax Planning

Corporate

Cryptoassets and Blockchain Technology

Distressed and Special Situations Investing

Entrepreneurial Ventures

Financial Markets and Funds

Futures and Derivatives

Independent Sponsors

Investment Management and Funds

Mergers and Acquisitions

Private Equity

Quantitative and Algorithmic Trading

Real Estate

Real Estate Acquisitions, Dispositions and Joint Ventures

Real Estate Development

Real Estate Finance and Lending

Industries

Private Client Services

Education

LLM, New York University School of Law

JD, University of Pennsylvania Law School

AB, Barnard College, Columbia University, *with honors*

Bar Admissions

New York

Community Involvements

American Bar Association, Tax Section, Real Estate and Partnership Committees

Association of the Bar of the City of New York, Committee on Taxation of Business

Jill Darrow focuses on financial services and private equity and real estate transactions, guiding clients through the tax aspects of fund and management company formation, partnership transactions and business acquisitions.

Valuable knowledge, clear communication, practical advice

Jill's broad knowledge, clear communication and practical advice make her a valuable part of our financial services and private equity representation.

She speaks at conferences sponsored by Financial Research Associates and the Practicing Law Institute.

Recognitions

Recognized or listed in the following:

- ALM/*Law.com*
  - New York Top Rated Lawyers, 2023
- *Best Lawyers in America*
  - Tax Law, 2012–2024
- *Super Lawyers*
  - New York, 2007–2023
- *Who's Who in America*
  - 2022

Entities

New York State Bar Association, Tax Section

News

- Katten Attorneys Named to 2023 New York Super Lawyers, Rising Stars Lists (September 29, 2023)
- Katten Attorneys Distinguished by *Best Lawyers®* (August 17, 2023)
- Katten Attorneys Earn 2022 New York Super Lawyers and Rising Stars Distinctions (September 29, 2022)
- Katten Attorneys Recognized by *Best Lawyers®* (August 18, 2022)
- Katten is Representing Publicly-Traded Business Development Companies Managed by SLR Capital Partners, LLC in Merger (December 7, 2021)
- Katten Attorneys Named 2021 New York Super Lawyers and Rising Stars Honorees (September 30, 2021)
- Katten Attorneys Listed in *The Best Lawyers in America®* (August 19, 2021)
- Katten Receives High Marks in Derivatives, M&A and Securitization in The Legal 500 United States 2021 Guide (June 10, 2021)
- Katten Attorneys Chosen for New York Super Lawyers and Rising Stars Lists (October 28, 2020)
- Katten Attorneys Distinguished as Top Legal Talent in the 2021 *Best Lawyers in America* and *Best Lawyers: Ones to Watch* Lists (August 20, 2020)
- Katten Named Top-Tier Firm in Structured Finance and Securitization by The Legal 500 United States 2020 Guide (June 16, 2020)
- Katten's Insolvency and Restructuring Team Wins Two Turnaround Awards (December 12, 2019)
- Katten Attorneys Nominated to 2019 New York Super Lawyers, Rising Stars Lists (September 12, 2019)

- Katten Attorneys Named to 2018 New York *Super Lawyers*, Rising Stars Lists (September 13, 2018)
- Katten Distinguished by *The Legal 500 United States* (June 14, 2018)
- Katten Attorneys Acknowledged in 2017 New York Super Lawyers, Rising Stars Lists (September 20, 2017)
- Katten Represents Gamut Capital Management in $1 Billion Private Equity Fund (January 4, 2017)
- Allison Yacker and Jill Darrow Comment on Direct Lending Issues for Hedge Funds (September 22, 2016)
- Eighteen Katten Attorneys Distinguished in 2016 New York Metro *Super Lawyers* List (September 21, 2016)
- 79 Katten Attorneys Selected for *Best Lawyers in America*® 2017 (August 15, 2016)
- Twenty Katten Attorneys Recognized in 2015 New York Metro *Super Lawyers* List (September 16, 2015)
- 91 Katten Attorneys Recognized in *Best Lawyers in America*® 2016 (August 17, 2015)
- Nine Katten Practices and 42 Attorneys Distinguished by *The Legal 500 United States* 2015 (June 3, 2015)
- Katten Represents Centre Lane Partners, LLC in the Merger of STACI Corporation and EPM Global Services (January 8, 2015)
- Katten Represents INTL FCStone Inc. in Acquisition of G.X. Clarke & Co. (November 14, 2014)
- Eighteen Katten Attorneys Named to 2014 New York Metro *Super Lawyers* List (September 23, 2014)
- 85 Katten Attorneys Named to *Best Lawyers in America*® 2015 (August 18, 2014)
- Eight Katten Practices and Forty-Two Attorneys Recognized by *The Legal 500 United States* 2014 (July 3, 2014)

- Katten Represents Cymetrix in Acquisition by Navigant Consulting (May 15, 2014)
- Katten Represents Hyde Park Acquisition Corp. II in Its Agreement to Merge with Santa Maria Energy Holdings LLC (December 5, 2013)
- Katten Included in *Financial Times*' US Innovative Lawyers 2013 (November 22, 2013)
- Seventeen Katten Attorneys Named to 2013 New York Metro *Super Lawyers* List (September 18, 2013)
- 83 Katten Attorneys Lauded in *Best Lawyers in America*® 2014 (August 15, 2013)
- 80 Katten Attorneys Named to *Best Lawyers in America*® 2013 Guide (August 24, 2012)
- 75 Katten Attorneys Named to *Best Lawyers in America*® 2012 Guide (September 12, 2011)
- Katten Represents Covansys' Special Committee in $1.3 Billion Acquisition by Computer Sciences Corporation (April 27, 2007)
- Katten Muchin Rosenman Represents Merrill Lynch-Led Group in $155 Million Public Offering of Lexington Realty Trust Preferred Stock (February 26, 2007)
- Katten Represents Bear Stearns and Lehman Brothers in $300 Million Offering for The Lexington Master Limited Partnership (February 23, 2007)
- Katten Represents Concord Debt Holdings in Closing of $465 Million Collateralized Debt Obligation (February 16, 2007)
- Katten Represents Winthrop Realty Trust in $117 Million Public Offering (November 7, 2006)
- Katten Represents Newkirk Realty Trust in $4.6 Billion Merger (August 2, 2006)

Publications

- Financial Markets and Funds Quick Take | Issue 10 (January 13, 2023)
- Key Takeaways From the Carried Interest Proposed Regulations (August 21, 2020)
- The CARES Act Stimulus Bill: Tax Changes to Improve Liquidity for Businesses, Assist Employers and Stimulate the Economy (April 6, 2020)
- Electing Out of the New Partnership Rules (March 13, 2019)
- New Proposed Rules Limit the Negative Tax Consequences of Section 956 "Deemed Dividends" (November 5, 2018)
- Are You Ready for the New Partnership Audit Regime? (July 12, 2018)
- House Bill and Senate Republicans' Bill: Impact on Hedge and Commodity Fund Investors and Managers (November 15, 2017)
- Tax Reform: Hedge Funds/Commodity Funds/Fund Managers (November 8, 2017)
- New Partnership Audit Regime Set to Take Effect in 2018, Proactive Planning Recommended (August 7, 2017)
- IRS Ruling Creates Opportunities for Tax Savings by Companies With Substantial Real Estate Assets (August 20, 2014)
- IRS Issues Pronouncement on Virtual Currencies (April 3, 2014)
- Bitcoin: Current US Regulatory Developments (November 26, 2013)
- New Rules for US Withholding on Dividend-Equivalent Payments (February 6, 2012)
- IRS Releases Guidance on Foreign Financial Asset Reporting (February 1, 2012)
- Offshore Voluntary Disclosure Program Reopens (January 11, 2012)
- Extension and New Guidance for the Voluntary Disclosure Initiative for Undisclosed Foreign Assets (June 10, 2011)

- Fund Managers with Signature Authority over Foreign Bank and Security Accounts Will Need to File an FBAR This Year (March 7, 2011)
- IRS Announces the Second Voluntary Disclosure Initiative for Undisclosed Foreign Financial Accounts (February 14, 2011)
- IRS Attacks “Barrier Options” and Treats Optionholder as Owning the Underlying Securities (December 16, 2010)
- New HIRE Act Will Impact Foreign Investment Vehicles (March 24, 2010)
- IRS Memorandum Finds Loans to US Borrowers by Foreign Lender with US Agent Are Subject to US Taxation (September 24, 2009)
- IRS Announces One-Time Extension for Voluntary Disclosure (September 21, 2009)
- IRS Extends FBAR Filing Date (August 12, 2009)
- IRS Guidance Addresses Theft Loss Deduction for Investors in Ponzi Schemes (March 20, 2009)
- Stimulus Bill Allows Deferral of COD Income Realized from Repurchases of Debt at a Discount (March 18, 2009)
- Payment on Grandfathered 457A Deferrals Can Be Extended Through 2017 (November 11, 2008)
- Congress Passes Legislation Eliminating Offshore Fund Deferrals by Investment Managers (October 6, 2008)
- Section 409A Deadlines Extended Through December 31, 2008 (November 2007)
- *Corporate & Financial Weekly Digest* (Weekly) | *Author*

Presentations and Events

- 26th Annual Real Estate Tax Forum | Presented by *Practising Law Institute* (February 5, 2024) | *Panelist* | *Transactions Involving Real Estate – Practical Solutions to Everyday Problems*

- 2023 Crypto with Katten Annual Symposium (September 27, 2023)
- 11th Annual Tax-Efficient Investing Forum (September 13, 2023)
- Private Investment Fund Tax Master Class (May 1–2, 2023) | *Speaker* | *Tax Issues for Secondary Transfers of Private Fund Interests*
- 2023 Crypto with Katten London Symposium (March 1, 2023)
- 25th Annual Real Estate Tax Forum (February 6, 2023)
- 10th Annual Tax-Efficient Investing Forum (November 9, 2022) | *Panelist*
- 2022 Crypto with Katten Annual Symposium (October 20, 2022)
- Financial Research Associates Private Investment Fund Tax Master Class (May 23–24, 2022) | *Speaker* | *Offshore Lenders: Loan Origination Essentials Not to Be Missed*
- 24th Annual Real Estate Tax Forum (February 7-8, 2022)
- 9th Annual Tax-Efficient Investing Program (November 3–17, 2021) | *Speaker* | *Private Wealth – Current Concerns and Solutions*
- Private Investment Fund Tax Master Class (June 22–23, 2021) | *Paenlist* | *Discuss Structures That Work; Blockers Under the TCJA, the CARES Act and Biden's Proposed Changes*
- The 12th Annual Private Investment Fund Tax Master Class (June 22–23, 2021) | *Speaker* | *Discuss Structures That Work; Blockers Under the TCJA, the CARES Act and Biden's Proposed Changes*
- 37th Annual Texas Federal Tax Institute (June 1, 2021) | *Panelist* | *Leasing Transactions Before, During and After COVID*
- 23rd Annual Real Estate Tax Forum (February 8–9, 2021) | *Panelist* | *Transactions Involving Real Estate – Practical Solutions to Everyday Problems*
- Post-Election Tax-Efficient Investing for Sophisticated Investors, Family Offices, Wealth Advisors, Distributors and Alternative Asset Managers (November 19, 2020) | *Speaker*
- 11th Annual Private Investment Fund Tax Master Class (May 20–21, 2020) | *Speaker*

- The Latest Evolution in Tax-Efficient Investing for Sophisticated Investors, Family Offices, Wealth Advisors, Distributors and Alternative Asset Managers (October 28, 2019)
- Effective Hedge Fund Tax Planning (September 17–18, 2019) | *Participant*
- 21st Annual Real Estate Tax Forum (January 28-29, 2019) | *Speaker* | *Transactions Involving Real Estate – Practical Solutions to Everyday Problems*
- Financial Research Associates Private Investment Fund Tax & Accounting Forum (November 7, 2018) | *Speaker* | *New Deductions and New Limitations under the Tax Cuts and Jobs Act*
- The Latest Evolution in Tax-Efficient Investing for Sophisticated Investors, Family Offices, Wealth Advisors, Distributors and Alternative Asset Managers (October 29, 2018) | *Panelist*
- Financial Research Associates at The Private Investment Fund Tax Master Class (May 22, 2018) | *Speaker* | *C-Corporations, Business Interest and the International Rules*
- Tax Reform: Impact on Hedge Fund and Commodity Fund Managers and Investors (February 13, 2018) | *Speaker*
- 20th Annual Real Estate Tax Forum (January 29–30, 2018) | *Panelist*
- Effective Tax and Accounting Practices for Hedge Funds and Private Equity Funds (November 8–10, 2017) | *Presenter* | *Effectively Managing Cross-Border Tax Issues Part 1–Inbound Investors*
- Independent Sponsor Series: Current Trends in Independent Sponsor Transactions (September 25, 2017) | *Panelist*
- The 8th Annual Private Investment Funds Tax Master Class (May 23–24, 2017) | *Presenter* | *Effectively Handling Tax Issues With Foreign Investors*
- MiFID II, Brexit and the Dutch Alternative: Regulatory and Tax Issues for Proprietary Traders (May 18, 2017) | *Panelist*

- 19th Annual Real Estate Tax Forum (February 2–3, 2017) | *Panelist* | *Transactions Involving Real Estate – Practical Solutions to Everyday Problems*
- Hedge Fund Tax 101 (January 23, 2017) | *Presenter* | *Withholding Issues That Pertain to Hedge Funds*
- 18th Annual Real Estate Tax Forum (February 4–5, 2016) | *Panelist* | *Transactions Involving Real Estate – Practical Solutions to Everyday Problems*
- 17th Annual Effective Hedge Fund Tax Practices (November 12–13, 2015) | *Panelist* | *Handling Issues Relative to Inbound Tax Matters*
- Private Investment Funds Tax Master Class (June 15–16, 2015) | *Presenter* | *Handling Issues Relative to Inbound Tax Matters*
- 17th Annual Real Estate Tax Forum (February 5–6, 2015) | *Panelist* | *Transactions Involving Real Estate – Practical Solutions to Everyday Problems*
- Flying Private: Owning, Leasing, Sharing and Financing Corporate Aircraft (December 4, 2014) | *Presenter*
- 16th Annual Effective Hedge Fund Tax Practices Conference (November 18–19, 2014) | *Presenter* | *Handling Issues Relative to Inbound Tax Matters*
- The 5th Annual Private Investment Funds Tax Master Class (May 21–22, 2014) | *Presenter* | *Handling Issues Relative to Inbound Tax Matters*
- ABA Section of Taxation 2014 Midyear Meeting (January 23–25, 2014) | *Speaker*
- 15th Annual Effective Hedge Fund Tax Practices (November 19–20, 2013) | *Presenter* | *Handling Issues Relative to Inbound Tax Matters*
- 15th Annual Real Estate Tax Forum (February 7–8, 2013) | *Panelist*
- Effective Hedge Fund Tax Practices (November 14–15, 2012) | *Speaker* | *Addressing Current Cross-Border Tax Implications Part 2 – Handling Inbound Investments*

- Penn Law NYC Alumni Club's Election Roundtable Luncheon (October 19, 2012) | *Panelist*
- Private Investment Funds Tax Master Class (May 7–8, 2012) | *Speaker* | *Recognizing the Implications of Effectively Connected Income*
- 14th Annual Real Estate Tax Forum (March 19–20, 2012) | *Speaker* | *Choice of Entity/Current Structures/Tax Planning for LLCs Holding Real Estate/Exit Strategies*
- Section of Taxation 2012 Midyear Meeting (February 16–18, 2012) | *Panelist* | *Installment Sales: Interesting and Unresolved Issues*
- 2nd Annual Private Investment Funds Tax Master Class (May 10–11, 2011) | *Presenter* | *Effectively Connected Income*
- 13th Annual Real Estate Tax Forum (April 11–12, 2011) | *Panelist* | *Choice of Entity/Current Structures/Tax Planning for LLCs Holding Real Estate/Exit Strategies*
- The 12th Annual Effective Hedge Fund Tax Practices (December 2–3, 2010) | *Speaker* | *Effectively Connected Income*
- 2010 Deals and Diligence Symposium: Opportunities and Challenges in a Recovering Economy (May 20, 2010) | *Panelist* | *Due Diligence and/or Enterprise Valuation*
- The Private Investment Funds Tax Master Class (May 17–19, 2010) | *Speaker* | *Current Trends in Structuring Funds for Optimum Efficiency*
- Twelfth Annual Real Estate Tax Forum (January 7–8, 2010) | *Speaker* | *Choice of Entity/Current Structures/Tax Planning for LLCs Holding Real Estate/Exit Strategies*
- Effective Hedge Fund Tax Practices (November 16–17, 2009) | *Speaker* | *Tax Considerations for Offshore Funds—Post-Deferred Compensation*
- The 10th Annual Tax Practices for Private Equity Funds (October 26–27, 2009) | *Presenter* | *Identifying and Planning for/Around UBTI for Tax-Exempt Investors and ECI for Foreign Investors*

- Distressed Investments: Hot Button Issues in Tax, Accounting, Valuation & Auditing (June 24–25, 2009) | *Speaker* | *Optimal Structuring of Parallel Funds*
- Hedge Fund Tax, Accounting and Administration Master Class (May 18–20, 2009) | *Speaker* | *Structuring Offshore Funds for Tax Efficiency*
- Katten Investment Management Seminar Series (April 21, 2009) | *Presenter* | *Hedge Funds in a Changing Environment*
- Real Estate Tax Forum (February 9–10, 2009) | *Speaker* | *Choice of Entity/Current Structures/Tax Planning for LLCs Holding Real Estate/Exit Strategies*
- Effective Hedge Fund Tax Practices (November 20–21, 2008) | *Speaker*
- Tenth Annual Real Estate Tax Forum (January 31–February 1, 2008) | *Speaker* | *Choice of Entity; Current Structures; Tax Planning for LLCs Holding Real Estate; and Exit Strategies*
- Current and Pending Hedge Fund Taxation Issues – Part II (November 9, 2006) | *Panelist*
- Managing a Plan Asset Entity - Pitfalls and Practical Solutions (May 23, 2006) | *Panelist*