

Jill E. Darrow

Partner

New York Office

+1.212.940.7113

jill.darrow@katten.com

Practices

FOCUS: Transactional Tax Planning
Corporate
Distressed Debt and Claims Trading
Distributed Ledger Products, Services and Technology
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
Structured Finance and Securitization
Structured Products

Industries

Manufacturing and Industrials Private Equity
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

Jill Darrow focuses on financial services and private equity 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

- *Best Lawyers in America*
 - Tax Law, 2012–2020
- *Best Lawyers in New York City*
 - Tax Law, 2018
- *Financial Times*
 - US Innovative Lawyers, 2013
- Super Lawyers
 - New York, 2007–2020
- The American Registry
 - Top Attorneys in the New York Metro Area, 2008, 2010, 2011, 2018
- The Legal 500 United States
 - Recommended Attorney, 2014–2015, 2018, 2020

Jill E. Darrow

Partner

Community Involvements

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

National Association of Real Estate
Investment Trusts

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

New York State Bar Association, Tax
Section

News

- 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)

Jill E. Darrow

Partner

- 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)

Jill E. Darrow

Partner

- 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

- *Corporate & Financial Weekly Digest (Weekly) | Author*
- 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)

Jill E. Darrow

Partner

- 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)

Jill E. Darrow

Partner

- Congress Passes Legislation Eliminating Offshore Fund Deferrals by Investment Managers (October 6, 2008)
- Section 409A Deadlines Extended Through December 31, 2008 (November 2007)

Presentations and Events

- 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*

Jill E. Darrow

Partner

- 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*

Jill E. Darrow

Partner

- 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*

Jill E. Darrow

Partner

- 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*