



John W. Rife III **Partner**

John Rife is an English-qualified partner in the Corporate Department and a member of the firm's Funds/Investment Management Group, where he advises institutional and independent sponsors of buyout, debt, secondaries, real estate, emerging markets, infrastructure and energy funds, as well as funds of funds, on a broad range of matters, including fund formation and ongoing operational matters, co-investments, carried interest arrangements and internal reorganizations. In addition, Mr. Rife is a leader in the firm's Alternative Asset and Secondary Investments Group and regularly advises sponsors and investors on secondary transactions including GP-led fund restructurings and tender offers, LP interest portfolio transactions, fundless sponsor transactions and other fund-related transactional matters.

Mr. Rife was named to *Legal Week's* Rising Stars in Private Equity list, which represents the finest private practice lawyers under 40 advising in the UK and Europe. He was also named by *Private Equity International* to its Future 40, a list of private equity professionals set to shape the industry over the next decade, and by *Secondaries Investor* in its Young Guns of Secondaries list,

which recognises the top 20 professionals working in the secondaries space aged 35 or under. The publication described Mr. Rife as “a ‘formidable counterpart’ who always ensures his client receives an optimal deal. Rife has a knack for making complex legal ideas understandable by the layman.” He is recommended by *IFLR1000* (2020) and recognised as a Rising Star by *Law360*. Ranked as an up and coming lawyer for Investment Funds: Private Equity by *Chambers UK* (2020), sources say he is “incredibly dedicated and very knowledgeable in fund formation matters,” and “incredibly pragmatic.” Previous editions of the guide have described him as “very knowledgeable, highly committed and service-orientated,” “commercially savvy” and “highly capable and very dedicated to the interest of his client.” *The Legal 500 UK* (2020) lists Mr. Rife as a next generation partner for Investment Funds: Private Funds, describing him as “a technically very able lawyer with a great pedigree of experience” and “an excellent lawyer in the private equity market, with a strong reputation and excellent commercial judgement.” The guide has previously described him as “smart, responsive, proactive and practical, and [someone who] doesn’t introduce unnecessary conflict into the negotiation process.”

Mr. Rife’s publications include “Private Equity International: The Wonder Years,” *Private Equity International* (May, 2019); “High Net Worths and Private Equity: The Opportunity Outweighs the Challenges,” *Real Deals* (January, 2019); “Debevoise On Material Omissions In Private Equity Secondary Transactions,” *The CLS Blue Sky Blog* (October, 2018); “Beware Pitfalls In Private Equity Secondary Transactions,” *Law360* (October, 2018); and “Brexit: What does it mean for African private equity?,” *African Private Equity and Venture Capital Association* (October, 2016). He is also co-author of the analysis chapter, “Side Letters: Pitfalls and Perils for a Financing,” in *Global Legal Insights to Fund Finance* (2018, 2019 and 2020 editions); “First-Time Fundraising Barometer,” *BVCA Report* (July, 2018); and “How the game is changing: Shifting terms and conditions in private equity funds,” *Private Equity Technical Journal* (Q4, 2012).

Mr. Rife graduated in 2004 with a B.Soc.Sc. (Hons) from the University of Manchester. He obtained his GDL in 2006 from City University and his LPC from the Inns of Court School of Law in 2007. Mr. Rife was admitted as a solicitor of the Senior Courts of England & Wales in 2009.

JOHN W. RIFE III'S SELECT REPRESENTATIONS

Exponent in a £125 million preferred equity facility for Exponent Private Equity Partners III, a £1 billion buyout fund.

HarbourVest Partners and **Pantheon** as investors in 3i's GP-led single asset fund restructuring, one of the largest-ever such transactions which involved moving Action, with a post-discount enterprise value of €10.25 billion, to a continuation vehicle.

LeapFrog Investments in the formation of LeapFrog Financial Inclusion Fund III, a \$700 million emerging markets-focused impact fund.

A European private equity firm in a fund recapitalisation.

A leading secondaries fund sponsor in its acquisition of a portfolio of private equity fund interests held by a European fund of funds sponsor.

The sponsor of a leading European mid-market buyout fund in a contemplated tender offer process for one of its funds.

Tishman Speyer in the formation of Tishman Speyer European Real Estate Venture Fund VIII, a €750 million Europe real estate fund.

Glendower Capital in its role as part of a consortium of blue-chip institutional investors to invest approximately \$530 million in six companies controlled by Argonne Capital Group.

A secondary opportunities fund in its hybrid NAV/capital call facility of around \$170 million, providing for a combination of term and revolving debt, among other things, to refinance an existing capital call facility.

A secondaries investor as the lead investor in the recapitalization of two "end-of-life" funds, sponsored by the same manager, in a merger transaction designed to offer liquidity to existing investors.

Baring Vostok Capital Partners in the formation of Baring Vostok Private Equity Fund V, a \$1.5 billion Russia CIS buyout fund.

Deutsche Bank in the formation of Deutsche Bank Secondary Opportunities Fund III, a \$1.65 billion U.S. and Europe secondaries fund.

Deutsche Bank in the formation of Deutsche Bank Secondary Opportunities Fund II, a \$614 million U.S. and Europe secondaries fund.

Exponent Private Equity Partners in the formation of Exponent Private Equity Partners III, a £1 billion UK buyout fund.

Morgan Stanley and Petroleum Equity in various infrastructure and energy fundraising and co-investment activities.

Newport Global Advisors in the recapitalization of Newport Global Opportunities Fund LP. In the transaction, investment funds managed by Morgan Stanley, LGT Capital and other syndicate investors committed capital to a newly formed Newport-managed fund that acquired substantially all of the portfolio of the existing fund. Existing limited partners elected to either roll their interests into the new fund or receive cash in respect of their interest.