



Michael Wu

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Michael Wu是美国温斯顿律师事务所公司部合伙人，在投资管理法规方面拥有丰富经验。Wu律师代理的客户包括投资顾问、经纪交易商、投资基金赞助商，这些基金包括：私募基金；房地产基金；对冲基金；大宗商品基金；母基金；创业基金；和注册型基金。Wu律师提供法律咨询的客户类型从小型初创基金经理到管理数十亿美元的机构不等。

Wu律师就多种法律和监管事宜向客户提供法律咨询服务，这些事宜包括：美国和非美国投资基金的设立、设计和运营；在美国和欧洲对投资基金进行募集、宣传和营销；投资顾问、经纪交易商和商品基金经理的注册和豁免；受托责任和义务；内部合规政策和程序；证券交易委员会（SEC）监管文件；SEC监管审查和执法行动；SEC说明指引和“无异议”请求；以及涉及投资公司、经纪交易商和/或投资顾问的兼并和收购。此外，Wu律师还协助基金经理和一些全球最大规模的机构投资者，就其合伙协议、附函、独立账户和联合投资工具的条款进行谈判。

Wu律师的客户中有相当一部分在美国以外开展投资或经营业务，包括欧洲、亚洲、印度、非洲和拉丁美洲。许多客户（也包括总部设在美国的客户）在美国以外组建基金，或拥有非美国的平行基金以匹配其非美国投资者的需求。因此，Wu律师精通在许多投资基金最常见的离岸司法管辖区影响离岸基金的监管和税务事宜。Wu律师与本所中国业务团队密切合作，为那些主要在中国投资或总部在中国的私募和创业基金经理提供协助，帮助他们组织、设计和发售私募投资基金及其他投资产品。

此外，Wu律师还与许多科技初创公司合作，协助这些公司处理下列事项相关的法律问题：开办和经营业务、筹资（包括通过私募债券和股票）、风险资本融资和投资的谈判，以及建立合资企业和战略同盟。Wu律师在天使投资圈非常活跃，并定期为那些旨在帮助企业家和天使投资人建立联系的论坛提供赞助及发表演讲。

Wu律师经常进行有关影响基金经理的法律和实践问题的写作和演讲，并且是各种投资管理相关行业协会和组织的活跃成员。他是本所有关投资管理法律资源博客的投稿人，该博客为金融服务专业人士提供关于影响投资管理行业的监管和法律发展的最新新闻、分析及评论。虽然Wu律师常驻本所的旧金山分所，但经常在本所的纽约和洛杉矶分所工作，以更好地协助位于这些城市的客户。

Wu律师于1998年获得加利福尼亚大学圣巴巴拉分校的文学士学位，于2001年以优异成绩毕业于明尼苏达大学法学院并获得法学博士学位，同时担任《明尼苏达知识产权评论》杂志的编辑。

Michael represents investment advisers, broker-dealers, and sponsors of investment funds on a wide variety of fund-related and regulatory matters. Over the course of his career, Michael has helped clients form all types of private funds, including venture capital funds, private equity funds, real estate funds, private credit funds, hedge funds, commodity funds, search funds, pledge funds, and special purpose vehicles, using all types of structures, including stand-alone funds, parallel funds, master-feeder funds, sidecar funds, and co-investment funds.

Michael counsels clients on forming, structuring, and organizing U.S. and non-U.S. investment funds; offering, advertising, and marketing investment funds; and developing internal compliance policies and procedures. Michael also assists clients with registering as investment advisers, broker-dealers, or commodity pool operators; understanding their fiduciary duties and obligations; preparing their Securities and Exchange Commission (SEC) regulatory filings; acquiring asset management firms and broker-dealers; and drafting and submitting SEC “no-action” requests.

In addition, Michael assists fund managers with negotiating the terms of their partnership agreements, side letters, separate accounts, and co-investment vehicles with institutional investors, and he has significant experience representing institutional investors in connection with their investments in private investment funds.

Many of Michael’s clients make investments, raise capital, or have operations outside of the U.S. including in Europe, Asia, and Latin America. Michael is very familiar with the regulatory and tax issues affecting offshore funds in many of the most common offshore jurisdictions for investment funds.

Although many of Michael’s clients are large, established fund managers, Michael also regularly works with new fund managers who are seeking legal and practical advice regarding the structure of their asset management firms, agreements with their business partners (including anchor/seed investors), and the formation of their first funds. Michael’s years of experience working with emerging managers allows him to help these clients navigate the

regulatory hurdles that may affect their asset management firms, protect their business interests, and put them in a position for successful capital raises for their funds.

资格认证

学历

Michael received his B.A. in 1998 from the University of California, Santa Barbara and his J.D., *cum laude*, in 2001 from the University of Minnesota Law School, where he was the Articles Editor for the *Minnesota Intellectual Property Review*.

执业资格

- California

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