



### Tom Geraghty

#### Partner

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Tom Geraghty practices domestic and international corporate tax law spanning a wide spectrum of areas. He has extensive experience in advising fund sponsors, investment advisors and investors who seek to identify and implement tax-efficient structures worldwide in order to enhance after-tax yields.

- Tax

Tom has counseled on investments for US and non-US investors across a broad base of asset classes, including real estate, infrastructure and debt and equities. He provides tax representation to US and non-US issuers and underwriters of debt and equity instruments, including variable and fixed-rate notes, collateralized debt obligations and other capital market transactions.

In addition, Tom counsels clients on the tax aspects of credit facilities and other loans made by domestic and foreign lenders as well as many aspects of restructuring transactions. He also concentrates on mergers and acquisitions, including developing, documenting and negotiating acquisition and financing structures for both corporations and investment funds.

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## Admissions

- Illinois
- New York

## Education

- J.D., Yale Law School  
Senior Editor, *Yale Law Journal*
- B.A., St. John's University  
*summa cum laude*  
Dean's List

## Memberships

- American Bar Association

## INSIGHTS

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### Publications

#### **Infrastructure bill, including crypto "broker" rules, becomes law**

22 November 2021

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#### **Proposed infrastructure bill would subject cryptocurrencies to wash sale and constructive sale rules**

17 September 2021

The move comes as part of the Ways and Means Committee's attempt to raise revenue to finance infrastructure spending.

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#### **Infrastructure bill passed by the Senate would impose new information reporting requirements on cryptocurrency transactions**

23 August 2021

If enacted, the bill would provide for significant investments in roads, bridges, ports, airports, electric grids, water systems and broadband.

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#### **IRS concludes Section 1031 tax-deferred "like-kind" exchange treatment is not available for cryptocurrency trades**

19 July 2021

It seems reasonable to assume that the IRS will apply its analysis to most cryptocurrencies.

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#### **Biden Administration tax compliance plan targets cryptocurrency assets**

21 June 2021

The plan would give the IRS greater authority and resources to collect information on Americans' financial assets and transactions, including cryptocurrency transactions.

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#### **Biden Administration "Green Book" tax proposals would affect private investment funds if enacted**

9 June 2021

The Green Book incorporates changes from the American Jobs Plan and American Families Plan.

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#### **IRS finalizes regulations on carried interest recharacterization rule: Welcome clarifications, key takeaways**

20 January 2021

Many of the significant changes address areas of concern to sponsors and managers of private equity and hedge funds, as well as

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those involved in M&A and in real estate transactions.

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## Coronavirus: Overview of tax provisions in the Coronavirus Aid, Relief And Economic Security Act

8 July 2020

An update on the business tax provisions in the CARES Act.

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## Coronavirus: Overview of tax provisions in the Coronavirus Aid, Relief, and Economic Security Act

31 March 2020

An outline of business tax provisions in the CARES Act.

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- Co-author, "Selected Tax Issues in Rep and Warranty Insurance Deals," *Tax Notes*, January 8, 2018

## Events

## Previous

### Tax provisions of the Coronavirus Aid, Relief, and Economic Security Act: webinar

1 April 2020 | 9:00 – 10:00 PST

Webinar

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- "Partnerships in M&A Transactions: Positioning for the New IRS Partnership Audit Rules," Grant Thornton online webinar, February 2018
- "Implementation of Tax-Efficient Investment Structures," Center for Investor Education (Byron Bay, Australia), 2013
- "Cross-Border Transactions," EEI International Tax Bootcamp, 2013
- "The Implications of Tax in Real Estate Markets: Structuring Strategies for Australian Investors in US Real Estate," Center for Investor Education (Noosa Head, Australia), 2012
- "Corporate: Fund Formation, Private Equity Overview," 31st Annual Federal Tax Institute, IIT Chicago-Kent College of Law, 2012
- "International Tax Aspects of the Obama Administration's FY 2011 Budget," Chicago Tax Club, 2010
- "Panel Debate: Is the Old Infrastructure Fund Model Broken: What do Managers Need to Prove to Investors?," Infrastructure Investment World Americas, New York, 2010 (moderator)
- "US Investment in Australian Real Estate (and Other Bits)," Greenwoods & Freehills International Tax Conference, Sydney, Australia, 2009
- "Constructing Tax Efficiency," Investing in Infrastructure Assets Americas 2007
- "Investment in Real Estate by Non-US Persons," PLI, June 2006 (International Tax & Estate Planning 2006)
- "State of the Art Investment Techniques for the Dutch Investor in US Real Estate," Association of Foreign Investors in Real Estate, June 2005

## NEWS

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### **DLA Piper advises EVERFI in its US\$750 million acquisition by Blackbaud**

5 January 2022

DLA Piper represented EVERFI, a global social impact technology leader, in its acquisition by Blackbaud (NASDAQ: BLKB), a leading cloud software company, for US\$750 million.

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### **DLA Piper advises Kadmon Holdings in its acquisition by Sanofi**

14 September 2021

DLA Piper is representing Kadmon Holdings, Inc. (NASDAQ: KDMN) in its pending acquisition by global biopharmaceutical company Sanofi S.A. (NASDAQ: SNY) for approximately US\$1.9 billion.

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### **DLA Piper advises Aligned Energy on US\$1.725 billion of structured sustainable debt financing, including largest-ever inaugural data center securitization**

25 August 2021

DLA Piper represented Aligned Energy in the largest inaugural data center securitization and first-ever green data center securitization.

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### **DLA Piper advises Parsec in its US\$320 million sale to Unity**

12 August 2021

DLA Piper is representing Parsec in its sale to Unity (NYSE: U) for US\$320 million.

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### **DLA Piper advises Opportunity Financial (OppFi) in business combination with FG New America Acquisition Corp.**

29 July 2021

DLA Piper represented Opportunity Financial, LLC in its business combination with special purpose acquisition company FG New America Acquisition Corp.

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### **DLA Piper advises Lionheart Acquisition Corp. II in US\$32.6 billion SPAC deal with MSP Recovery**

13 July 2021

DLA Piper represented special purpose acquisition company (SPAC) Lionheart Acquisition Corp. II. in its agreement to merge with MSP Recovery LLC.

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### **DLA Piper advises Sabey Data Centers in its US\$175 million issuance of securitized notes**

12 July 2021

DLA Piper represented Sabey Data Centers, a privately owned multi-tenant data center owner, developer and operator, in its recent issuance of US\$175 million of securitized notes at a fixed rate coupon of 1.881 percent, which set a record for the lowest new issue spread to benchmark rates in the sector.

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**DLA Piper advises CareMax in business combination with Deerfield Healthcare Technology Acquisitions Corp.**

18 June 2021

DLA Piper represented CareMax Medical Group, L.L.C. in its business combination, along with IMC Medical Group Holdings LLC, with special purpose acquisition company Deerfield Healthcare Technology Acquisitions Corp. to create a publicly traded technology-enabled care platform providing value-based care and chronic disease management to seniors.

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**DLA Piper advises Stack Infrastructure in its issuance of US\$400 million of securitized notes**

19 March 2021

DLA Piper represented Stack Infrastructure, Inc. in its issuance of US\$400 million of securitized notes at a fixed rate coupon of 1.877%.

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**DLA Piper represents LCR Hallcrest LLC in sale to SpotSee**

28 December 2020

DLA Piper represented LCR Hallcrest LLC, Hallcrest Group Limited, Themographic Measurements Limited, and Enterprise One, Inc. in its sale to Harbour Group and its subsidiary ShockWatch, Inc., doing business as SpotSee.

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**DLA Piper advises Invenergy in construction agreement for Phase 1 of the Samson Solar Energy Center**

11 December 2020

DLA Piper advised Invenergy, a privately held global developer and operator of sustainable energy solutions, in the negotiation of the balance of system agreement for Phase 1 of the Samson Solar Energy Center, a new 1,310-megawatt solar energy generation facility that will be the largest in the US and second largest in the world upon completion.

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**DLA Piper advises Stack Infrastructure in its issuance of US\$325 million of securitized notes**

1 September 2020

DLA Piper represented Stack Infrastructure, Inc. in its issuance of US\$325 million of securitized notes at a coupon of 1.89%.

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