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Malcolm B. Nicholls III

Partner

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Malcolm B. Nicholls III is a partner in the Corporate Department and Proskauer's Private Investment Funds Group. Malcolm brings more than 30 years of experience representing private fund sponsors and investment advisors globally on a wide range of issues, including fund formations, secondary transactions, internal governance, and divestments and distributions.

Malcolm's practice focuses primarily on representing fund sponsors. He devotes a significant portion of his time to the structuring, formation, organization, and operation of venture capital and other private equity funds, as well as their general partner and management company entities, representing both top-tier industry leaders and first-time managers. In this capacity, Malcolm advises clients on the preparation of offering materials, investor negotiations related to fund formation, the drafting of partnership, LLC, and other governance agreements, and all aspects of day-to-day fund operations.

Malcolm also advises fund sponsors on a broad range of secondary transactions, including tender offers, preferred equity financings, continuation funds, fund restructurings, and other GP-led transactions, and has worked with several management teams on large spin-out transactions.

In addition, Malcolm has represented domestic and foreign institutional investors in connection with investments in hundreds of private funds across the private equity asset class, including in secondary transactions involving the acquisition and sale of fund interests. The depth and breadth of Malcolm's experience and market knowledge enable him to provide practical business and strategic advice while balancing the competing interests of fund sponsors and their investors.

Malcolm has been recognized as a leading fund formation attorney by Chambers USA, The Legal 500, U.S. News: Best Lawyers in America and Super Lawyers. In addition, Malcolm has authored numerous articles and has spoken at many industry conferences both domestically and abroad.

Malcom previously served as the co-head of the private investment funds group at Proskauer. More recently, Malcom was a partner at Gunderson Dettmer prior to rejoining Proskauer. He also served as a Sergeant/Russian Linguist in the U.S. Army from 1984 – 1988.

Practices

Private Funds, Investment Management

Industries

Private Equity, Life Sciences, Asset Management

Market Solutions

Corporate Governance

Education

Boston University School of Law, J.D.

Editor, *Boston University Law Review*

University of New Hampshire, B.A.

magna cum laude

Admissions & Qualifications

New York

Massachusetts

Court Admissions

U.S. District Court, New York, Southern District

Memberships

American Bar Association

Awards & Recognition

Chambers USA: Massachusetts: Private Equity: Fund Formation 2004-2025

Chambers USA: Nationwide: Investment Funds: Venture Capital: Fund Formation 2020-2025

Chambers Global: USA: Investment Funds: Venture Capital: Fund Formation 2021-2025

The Legal 500 United States: Private Equity Funds (Including Venture Capital) 2018

The Legal 500 United States: Investment Fund Formation & Management: Private Equity Funds 2011-2015

Best Lawyers in America 2006-2026

Massachusetts Super Lawyers 2008-2018

Government Service

Sergeant/Russian Linguist, U.S. Army (1984-1988)