

## **Bruce Wolfson**

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### **Professional Experience**

**Jaguar Growth Asset Management, LLC** 2023 – 2024

*Consultant*

- Advised portfolio management team on implementation of new governance scheme, replacement of employee incentive plan, and investor approvals
- Portfolio company is a leading Brazilian developer, owner, and operator of logistic and related properties

**Latam Logistic Properties, S.A., San Jose, Costa Rica** 2022 – 2024

*Director*

- Colombian Stock Exchange (*Bolsa de Valores de Colombia*) listed
- Leading developer, owner, and operator of modern sustainable logistic real estate in the Andean and Central American regions

*Consultant*

- Advised the company with respect to various HR and financial matters.

**Jaguar Growth Partners, LLC, New York, NY** 2015 – 2021

*General Counsel and Chief Compliance Officer*

- Oversaw Investment adviser registration, multiple hedge and private equity funds, and one SPAC
- Supported all aspects of due diligence, investment, portfolio management, and exit transactions and served on Investment Committee
- Oversaw management company governance and strategic initiatives
- Implemented enhanced compliance program following SEC registration
- ESG officer responsible for IFC and DEG reporting

**Bingham McCutchen LLP, New York, NY** 2013 - 2014  
**(now Morgan Lewis & Bockius LLP)**

*Of Counsel*

- Member of the Corporate Practice and Latin America Practice Groups
- Advised on lending, restructuring, private equity, merger and acquisition and direct foreign investment transactions in Latin America and Asia
- Represented bondholders in Argentine sovereign debt litigation
- Assisted clients with design and implementation of compliance programs

**The Rohatyn Group, New York, NY** 2004 - 2012

*Partner and General Counsel*

- Chief counsel to global investment adviser with assets under management of \$3 billion and offices in nine jurisdictions
- Responsible for all legal, compliance, and regulatory matters worldwide

- Oversaw launch of multiple hedge funds, private equity funds, separately managed accounts and a UCITS fund, as well as registration with United States Securities and Exchange Commission, United Kingdom Financial Services Authority, Monetary Authority of Singapore and Hong Kong Securities and Futures Commission
- Supervised complex multi-jurisdictional transactions, including 41 private equity investments totaling \$570 million and various mergers and acquisitions
- Managed team comprised of chief compliance officer, management company counsel, Latin American regional counsel, and Asian regional counsel.

**Bear, Stearns & Co. Inc.**, New York, NY 1988 - 2004  
*Senior Managing Director*

- Chief counsel to international investment banking, capital markets, sales, and trading, as well as equity capital markets; distressed debt; Chinese Wall compliance; private client services and asset management
- Advised senior management on legal and regulatory issues affecting the global capital markets, including interactions with SEC and overseas regulators
- Participated in structuring, negotiating, and documenting multi-jurisdictional securities offerings, including the first U.S. registered bond offering by a private Latin American issuer and earliest Rule 144A and Regulation S emerging market equity offerings
- Assisted equity trading desk in becoming a leading foreign trader upon opening of domestic emerging market exchanges
- Coordinated opening of offices in Beijing, Buenos Aires, Hong Kong, São Paulo, Seoul, Shanghai and Singapore
- Group head supervising fourteen attorneys

**Citibank, N.A.**, New York, NY 1987 - 1988  
*Counsel, International Finance Division*

- Sole attorney supporting one of the industry's most active emerging market debt trading desks
- Developed innovative trading strategies and asset swaps

**Bank of America NT&SA**, Various Locations 1981 - 1987  
*Senior Counsel*

- New York Office (1986-1987): advised on emerging market loan trading, loan syndications, and complex financing and restructuring transactions
- Mexico Representative Office (1982-1986): responsible for restructuring over \$1 billion of loans to Mexican public and private sector borrowers
- Chicago Office (1981-1982): negotiated and documented commercial loan and trade finance transactions; provided regulatory advice to eight regional offices

**Arvey, Hodes, Costello & Burman**, Chicago, IL 1977 - 1981  
*Associate Attorney*

**Teaching** **Vanderbilt University** 2023 – Present  
*Law School and Owen School of Management*

- Adjunct Professor
- Teaching International Capital Markets

1999 – 2021

## **Columbia University**

*School of International & Public Affairs*

- Adjunct Professor of International Affairs (1999 – 2001; 2006 – 2021)
- Taught Emerging Capital Markets course
- Distinguished Teaching Award (2012), Runner-up (2020)

### **Other:**

- Introduction to securities law course for incoming Bear Stearns employees
- Series 7 training course for Chilean securities professionals (in Spanish)
- Seminar on insider trading regulation for a Brazilian investment bank
- Frequent guest lecturer, including University of Pennsylvania Carey School of Law, Duke University School of Law, New York Law School, and Elisabeth Haub School of Law at Pace University

**Public Policy**      **Emerging Market Traders Association (EMTA, Inc.)**      1989 – 2014

- Member, Board of Directors (1994 – 2014)
- Chair, Legal and Documentation Committee (1989 - 1994)

### **Other**

- Negotiated SEC no-action letters
- Advised regulators in Brazil, Mexico, Argentina, Peru, Chile, China, and Singapore regarding financial market laws and regulations
- Participated in numerous EMTA, EMPEA (now Global Private Capital Association), LAVCA, IFC, and UN panels and initiatives

**Education**      **University Of Pennsylvania School of Law**, Philadelphia, PA  
J.D., May 1977

**University Of Pennsylvania**, Philadelphia, PA  
B.A. (Economics) *cum laude*, May 1974

**Publications**      **Brazilian National Securities Commission Instruction No. 169** Participated in drafting of revised foreign investment regulation

**“Financing Heavy Duty II: Accessing the U.S. Capital Markets”**,  
*New York Law School Journal of International and Comparative Law*, vol. 17,  
numbers 2 and 3 (1997)

**“Paving the Paper Trail”**, *Latin Finance*, number 26 (April 1991)

**Bar Admissions (retired status)**      **Illinois**  
**New York**

**Languages**      **Spanish** (fluent)  
**Portuguese** (working knowledge)