

Allison B. Spinner

PARTNER

Corporate
Palo Alto

aspinner@wsgr.com
650-565-3765



FOCUS AREAS

Capital Markets
Corporate
Corporate Governance
Defense Tech
Emerging Companies and
Venture Capital
Environmental, Social, and
Governance
Mergers & Acquisitions
Quantum Computing
U.S. Expansion
Wealthtech

HIGHLIGHTS

- Corporate and Securities Expertise Across the Company Life Cycle**
Allison represents many of the world's most innovative and fast-scaling technology companies in their transactional and corporate governance matters. She works with companies through every stage of their life cycle, from venture financings to landmark IPOs and public company matters. Her experience includes advising Palantir on its direct listing and leading offerings for companies such as Netskope, OneStream, Cloudflare, Samsara, Upstart, and JFrog.
- Corporate Governance and Strategic Counsel**
In addition to her transactional practice, Allison provides strategic counsel to boards, management teams, investment banks, and venture and private equity firms on corporate governance and disclosure matters. Her deep understanding of the governance issues faced by high-growth public and private companies makes her a trusted advisor to executives navigating critical decisions and regulatory complexities.
- Recognition and Leadership**
Allison is recognized in the 2020-2026 editions of *Chambers USA: America's Leading Lawyers for Business*, with sources noting that she is "an absolute star," a "talented lawyer," and "an amazing adviser. She has contributed significantly to our success." She has also been named a leading woman lawyer by *The Recorder* and the *Daily Journal*, as well as a "Woman of Influence" by the *Silicon Valley Business Journal*.

EXPERIENCE

Allison Berry Spinner is a partner at Wilson Sonsini Goodrich & Rosati, leading the firm's Corporate Department and serving on its board of directors. A powerhouse in capital markets, Allison advises some of the world's most innovative and fast-scaling tech companies on the full spectrum of complex transactions, from late-stage private financings through IPOs and seasoned public company matters.

Allison's landmark deals speak for themselves: she led the firm's first direct listing (representing Palantir) and first UP-C offering (representing GoDaddy). More recently, Allison advised Marvell Technology on its acquisitions of Celestial AI (\$3.25 billion) and XConn Technologies (\$540 million), as well as its \$2.5 billion divestiture of its automotive ethernet business to Infineon Technologies. She also led the teams advising Upstart Holdings on its \$500 million private offering of convertible senior notes and Cloudflare on a \$400 million credit facility.

Across AI, software (including SaaS and cybersecurity), and fintech, Allison advises companies, investment banks, and venture and private equity firms on the full range of corporate matters: capital

markets, M&A, corporate governance, shareholder activism defense, change-of-control, and equity and debt financings for companies at every stage of growth.

Allison was recognized in the 2021-2026 editions of *Chambers Global* and the 2020-2026 editions of *Chambers USA: America's Leading Lawyers for Business*. Clients describe Allison as "a great business partner and legal advisor," praising her capital markets practice across both issuer and underwriter representation on the full range of debt and equity offerings. One client notes, "Allison is an absolute star. She's highly commercial, practical, and KNOWS the law," while another adds, "Allison is an amazing adviser. She is super knowledgeable and I completely trust her judgement." Allison was also honored among the 2025 "Women Leaders in Tech Law (Corporate Transactions)" by *The Recorder* and has been named to *Lawdragon's* "500 Leading Dealmakers in America" list for six consecutive years (2021-2026).

Prior to joining Wilson Sonsini, Allison clerked in the U.S. District Court for the Eastern District of New York.

CREDENTIALS

Education

- J.D., Columbia Law School, 1996
Harlan Fiske Stone Scholar; Managing Editor, Columbia Law Review
- B.A., Political Science, Stanford University, 1993
With Distinction

Associations and Memberships

- Advisory Board Member, Securities Regulation Institute, Northwestern Pritzker School of Law

Honors

- Honored among the 2025 "Women Leaders in Tech Law (Corporate/Transactions)" by *The Recorder*
- Named in the 2021-2026 editions of *Chambers Global*
- Named in the 2020-2026 editions of *Chambers USA: America's Leading Lawyers for Business*
- Selected for inclusion on Lawdragon's 2021-2026 "500 Leading Dealmakers in America" guides
- Named to the *Daily Journal's* 2016 list of the "Top Women Lawyers" in California
- Recognized in the 2015-2017 editions of *Northern California Super Lawyers*
- Named among *Silicon Valley/San Jose Business Journal's* 2015 "Women of Influence"
- Named to *The Recorder's* 2014 list of "Women Leaders in Tech Law"

Admissions

- State Bar of California

MATTERS

Select Public Offering Representations

- Netskope in its initial public offering
- OneStream in its initial public offering
- Samsara in its initial public offering
- Upstart in its initial public offering, follow-on offering, and debt offerings
- Palantir in its public offering through a direct listing
- JFrog, an Israeli company, in its initial public offering
- Cloudflare in its initial public offering and debt offerings
- Underwriters led by Morgan Stanley, J.P. Morgan, and Goldman Sachs in Zoom Video Communications' initial public offering and follow-on offering
- GoDaddy in its equity and debt offerings, numerous other follow-on offerings, and initial public offering
- PluralSight in its initial public offering and follow-on equity and debt offerings
- BlackLine in its initial public offering and follow-on offerings
- Invuity in its initial public offering and follow-on offerings
- Barracuda Networks in its initial public offering and Yodlee in its initial public offering
- Underwriters led by J.P. Morgan, Citigroup, and Barclays in GoPro's initial public offering and follow-on offering
- Underwriters led by J.P. Morgan and BofA Merrill Lynch in Wix.com's initial public offering
- Underwriters led by Goldman Sachs and Morgan Stanley in Nimble Storage's 2013 initial public offering

Select Strategic Representations

- Contentful in its acquisition by Salesforce
- Marvell Technology in its strategic partnership and \$2 billion investment from NVIDIA, \$3.25 billion acquisition of Celestial AI, \$540 million acquisition of XConn Technologies, and \$2.5 billion sale of its automotive ethernet business to Infineon
- OneStream in its acquisition by Hg
- Barracuda Networks in its acquisition by Thoma Bravo
- Invuity in its sale to Stryker Corporation
- EvtntLive, SeatMe, and SET Media in their 2013 acquisitions by Yahoo, Yelp, and Conversant

Select Financing Representations

- Isomorphic Labs in its \$2.1 billion Series B financing
- Soley Therapeutics in its \$200 million Series C financing

INSIGHTS

Select Speaking Engagements

- Speaker, “The New Legal Landscape: A Guide to Post-Election Changes,” L Suite SaaS Offsite, March 10, 2025
- Panelist, “When Is It Time for Board Refreshment?” 2024 Berkeley Fall Forum on Corporate Governance, November 13, 2024
- Moderator, “Market Overview” panel, Before the Bell: An IPO Retreat for Senior Executives (Hosted by Wilson Sonsini), September 9-10, 2024
- Speaker, “Double Click: IPO,” The L-Suite (TechGC) SaaS Offsite, April 18, 2024
- Speaker, “Directors’ Legal Obligations,” Next Gen Board Leaders 2023 West Coast Summit, April 28, 2023
- Speaker, “IPOs, SPACs and Direct Listings: Capital Formation Market Trends and Developments,” Fall Corporate Roundtable, Institute for Law and Economics, University of Pennsylvania, December 11, 2020
- Speaker, “Path to Public: Direct Listings, SPACs and IPOs,” Virtual Liquidity Series, Shareworks by Morgan Stanley, December 10, 2020
- Speaker, “SPACs, Direct Listings, Traditional IPOs, Impacts on M&A Markets, and Considerations for Venture-Backed Companies,” Roundtable Discussion on IPO Choice, Berkeley Center for Law and Business, October 23, 2020
- Session Chair, Capital Markets – Private Company Financing, 47th Securities Regulation Institute, January 2020
- Panelist, “Recurring Disclosure Challenges,” 45th Annual Securities Regulation Institute, January 2018
- Panelist, “Earnings Releases, Guidance, and Other Investor Communications,” 44th Annual Securities Regulation Institute, January 2017