

## Allison B. Spinner

PARTNER

Corporate  
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### FOCUS AREAS

Capital Markets  
Corporate  
Corporate Governance  
Emerging Companies  
Environmental, Social, and  
Governance  
Israel  
Mergers & Acquisitions  
U.S. Expansion

### HIGHLIGHTS

- **Extensive Capital Markets Experience**  
Allison has represented both issuers and underwriters in numerous IPOs and follow-on offerings, including recent representation of Palantir in its public offering via direct listing and Israeli company JFrog in its IPO, as well as offerings on behalf of Cloudflare, Samsara, and Upstart.
- **Corporate Governance Expertise**  
Allison regularly advises public and private companies, investment banks, and venture capital and private equity firms on corporate governance matters.
- **A Recognized Practitioner**  
Allison is recognized in the 2020-2023 editions of *Chambers USA: America's Leading Lawyers for Business*, with sources noting that she is "an absolute star," "talented lawyer," and "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, head of the corporate department, and a former member of the firm's board of directors. Her practice focuses on corporate and securities transactions in the technology sector, with extensive experience in capital markets. Allison has particular expertise in structuring a wide range of complex capital markets transactions—for instance, she led the Wilson Sonsini teams in the firm's first direct listing (representing Palantir) and first UP-C offering (representing GoDaddy). In addition, she regularly handles corporate governance matters for public and private companies, investment banks, and venture capital and private equity firms.

Allison also frequently represents companies in venture capital and private equity and debt transactions, as well as mergers and acquisitions involving both public and private companies. Allison's clients include companies in the software (including SaaS and security/cybersecurity), networking, wireless communications, semiconductor, internet, consumer goods, energy and clean technology, and retail industries.

Recognized in the 2020-2023 editions of *Chambers USA: America's Leading Lawyers for Business*, Allison is described as "a great business partner and legal advisor," with widespread praise for her burgeoning capital markets practice, displaying strength in both issuer and underwriter representation on the full range of debt and equity offerings. One client says, "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." In addition,

Allison was selected for inclusion on Lawdragon's 2021, 2022, 2023, and 2024 "500 Leading Dealmakers in America" list."

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

## CREDENTIALS

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### 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

- Named in the 2021-2024 editions of *Chambers Global*
- Named in the 2020-2023 editions of *Chambers USA: America's Leading Lawyers for Business*
- Selected for inclusion on Lawdragon's 2021, 2022, 2023, and 2024 "500 Leading Dealmakers in America" lists
- 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

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### Select Recent Transactions

- Representation of Samsara in its 2021 IPO
- Representation of Upstart in its 2020 IPO and 2021 follow-on and debt offerings
- Representation of Palantir in its 2020 public offering through a direct listing
- Representation of Israeli company JFrog in its 2020 IPO
- Representation of Cloudflare in its 2019 IPO and 2020 and 2021 debt offerings
- Representation of the underwriters led by Morgan Stanley, J.P. Morgan, and Goldman Sachs in Zoom Video Communication's 2019 IPO and 2021 follow-on offering
- Representation of GoDaddy in its 2019 equity and debt offerings, numerous other follow-on offerings and 2015 IPO
- Representation of PluralSight in its 2018 IPO and 2019 follow-on equity and debt offerings
- Representation of Barracuda Networks in its 2018 acquisition by Thoma Bravo
- Representation of BlackLine in its 2016 IPO and 2017 and 2018 follow-on offerings
- Representation of Invuity in its 2015 IPO and 2016 and 2018 follow-on offerings and 2018 sale to Stryker Corporation
- Representation of Barracuda Networks in its 2013 IPO and Yodlee in its 2014 IPO
- Representation of the underwriters led by J.P. Morgan, Citigroup, and Barclays in the 2014 IPO and 2014 follow-on offering of GoPro
- Representation of the underwriters led by J.P. Morgan and BofA Merrill Lynch in the 2013 IPO of Wix.com
- Representation of internet companies EvntLive, SeatMe, and SET Media in their 2013 acquisitions by Yahoo, Yelp, and Conversant
- Representation of the underwriters led by Goldman Sachs and Morgan Stanley in the 2013 IPO of Nimble Storage

## INSIGHTS

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### Select Speaking Engagements

- 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