

## Jaqueline Tokuda

PARTNER

Employee Benefits  
and Compensation

*Palo Alto*

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### FOCUS AREAS

Employee Benefits and  
Compensation

### HIGHLIGHTS

- **Broad Insight**  
Jaqueline advises on the design and administration of equity-based compensation programs; employment, consulting, retention, severance, change in control, and deferred compensation arrangements; and the associated tax, accounting, ERISA, and securities law implications.
- **A Recognized Practitioner**  
Jaqueline was selected as a “Rising Star” by *Northern California Super Lawyers*

### EXPERIENCE

Y. Jaqueline Tokuda is a partner in the Palo Alto office of Wilson Sonsini Goodrich & Rosati, where she specializes in employee benefits and compensation. Her practice focuses on the representation of public and private companies and individuals in executive compensation and employee benefits matters.

Jaqueline provides advice on the design and administration of equity-based compensation programs (such as stock option, restricted stock, performance-based awards, and other equity arrangements, as well as option exchange and repricing programs); employment, consulting, retention, severance, change in control, and deferred compensation arrangements; and the associated tax (including Sections 409A and 280G), accounting, ERISA, and securities law implications. She regularly assists public companies with corporate governance and compliance matters such as those related to executive compensation disclosures, employee communications, and public announcements.

Prior to attending law school, Jaqueline was an investment banker in the technology group at Credit Suisse First Boston in Palo Alto, California. She also has worked as an investment banker in the real estate securities division of Paine Webber in New York, New York. From 2011 to 2012, Jaqueline temporarily left Wilson Sonsini to help co-found a business with family. She currently is co-chair of the firm’s Culture Committee and member of the firm’s Hiring Committee and Women of Wilson Committee.

### CREDENTIALS

#### Education

- J.D., Boston College Law School, 2006
- Visiting Scholar, UC Berkeley School of Law  
2005-2006
- B.S., Wharton School, University of Pennsylvania, 1999

#### Honors

- Named to the 2014, 2015, and 2016 "Rising Stars" lists published by *Northern California Super Lawyers*

### Admissions

- State Bar of California

## MATTERS

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### Representative Transactions

Jaqueline is actively involved in the firm's transactional practice in matters such as financings, initial public offerings, and mergers and acquisitions, including the following representative transactions:

- Aerohive Networks in its \$272 million acquisition by Extreme Networks
- Aptio in its \$1.94 billion acquisition by Vista Equity Partners
- Cypress Semiconductor in its \$5 billion merger with Spansion
- Electro Scientific Industries in its \$1 billion acquisition by MKS Instruments
- Informatica in its \$5.3 billion acquisition by the Permira funds and Canada Pension Plan Investment Board
- Lifelock in its \$2.3 billion acquisition by Symantec
- Polycom in its \$2 billion acquisition by Siris Capital
- Zynga in its \$12.7 billion acquisition by Take-Two
- A10 Networks in its initial public offering
- Aerohive Networks in its initial public offering
- ALX Oncology in its initial public offering
- Aptio in its initial public offering
- Cloudflare in its initial public offering
- Domo in its initial public offering
- Forescout in its initial public offering
- HashiCorp in its initial public offering
- Informatica in its initial public offering
- LinkedIn in its initial public offering
- Livongo Health in its initial public offering
- Pacific Biosciences of California in its initial public offering
- Paymentus in its initial public offering
- Seer in its initial public offering

In addition, Jaqueline is involved in the representation of executives and executive teams, including:

- Executives of Dell in its \$25 billion going-private transaction and \$16 billion going-public transaction