

# WILSON SONSINI

## Emily A. Coskey

ASSOCIATE

Corporate  
Austin

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## FOCUS AREAS

Capital Markets  
Corporate  
Corporate Governance  
Emerging Companies  
Environmental, Social, and  
Governance  
Finance and Structured  
Finance  
Mergers & Acquisitions  
Public Company  
Representation  
Special Purpose Acquisition  
Companies (SPACs)

## HIGHLIGHTS

- **Broad Transactions and Governance Experience**  
Emily has represented public and private company clients in all areas of corporate law, including public and private debt and equity offerings, direct listings, governance, SEC compliance, '34 Act issues, mergers and acquisitions, governance, SEC compliance, '34 Act issues, public offerings, and private placements.
- **Commercial Counselor and Dealmaker**  
Emily utilizes her business background to advise companies on entity formation, growth opportunities, and exit strategies.

## EXPERIENCE

Emily Coskey is an associate in the Austin office of Wilson Sonsini Goodrich & Rosati, where she practices corporate and securities law, with a particular focus on advising mature private companies and public companies on strategies to access the capital markets, counseling investors on financing transactions, and representing underwriters and placement agents in public offerings. Emily has guided companies along all paths to the capital markets, with experience in initial public offerings, direct listings, and de-SPAC business combinations. She has experience representing companies at all stages of the corporate life cycle, from start-ups to mature public companies, and has managed public and private offerings of debt and equity, venture capital financings, and mergers and acquisitions. Emily has extensive experience advising companies on SEC compliance, corporate governance, executive employment agreements, and general corporate law matters, and has represented companies in the technology, life sciences, energy, and manufacturing industries.

## CREDENTIALS

### Education

- J.D., The University of Texas School of Law, 2015
- M.B.A., The University of Texas at Austin, McCombs School of Business, 2015
- B.A., Plan II Honors and History, The University of Texas at Austin, 2010

### Associations and Memberships

- Member, Austin Bar Association – Business, Corporate & Tax Section
- Member, Texas Law Class of 2015 Committee
- Alumna, Teach for America

### Admissions

- State Bar of Texas

## MATTERS

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### Representative Matters

#### *Debt and Equity Capital Markets*

- Represented Roblox in \$38 billion direct listing of common stock and \$1.0 billion issuance of senior notes
- Represented Bakkt in \$448 million business combination with VPC Impact Acquisition Holdings
- Represented Tenaya Therapeutics in \$207 million initial public offering of common stock
- Represented placement agents, led by JP Morgan and Bank of America, in \$120 million private placement of units in Surrozen's business combination transaction with Consonance-HFW Acquisition Corp.
- Represented underwriters, led by Morgan Stanley, JP Morgan, and BofA Securities, in C3.ai's \$749 million initial public offering of common stock
- Represented Savara in \$130 million follow-on offering and \$60 million at-the-market offering
- Represented BioCardia in \$10 million follow-on offering and \$20 million equity line of credit
- Represented Microchip Technology in \$3.5 billion aggregate in convertible note exchanges and \$3.4 billion aggregate in senior secured note issuances
- Represented Infinera Corporation in \$100 million at-the-market offering
- Represented underwriters, led by JP Morgan, in Q2 Holdings' \$310 million follow-on and secondary offering and placement agent in \$350 million exchange and issuance of convertible notes
- Represented death care services company in \$350 million senior notes offering and exchange of \$115 million convertible notes
- Represented software company in \$151.1 million underwritten public offering of common stock
- Represented underwriters in underwritten public offering of \$136 million of Sanchez Energy common stock
- Represented refining company in \$290 million senior secured notes offering and \$200 million refinancing
- Represented software, life sciences, and refining companies in resale registrations of common stock and warrants

#### *Venture Finance*

- Advised Altos Ventures in \$50 million Series E financing in Self Financial
- Advised venture capital investment firm in Series C financing in an oil and gas technology company
- Advised venture capital investment firm in Series A financing in a wellness company
- Counseled life sciences company through Series A financing with strategic investors
- Counseled artificial intelligence company through Series B and bridge financings with strategic investors
- Counseled social media start-up through Series B and effective exit financing with foreign investment firm
- Counseled various clients on corporate formation and seed and convertible note financings

#### *Mergers and Acquisitions*

- Represented Telenav in \$241 million take-private transaction
- Represented exploration and production company in \$1.2 billion divestiture of oil and gas properties
- Represented NYSE-listed purchaser in \$70 million asset purchase of gas stations and convenience stores
- Represented NYSE-listed purchaser in \$40 million unit purchase of refinery and \$358 million purchase of refinery and logistics assets, both with common stock consideration of purchaser, including registration rights
- Represented private company in merger with public company resulting in the total issuance of 48.4 million shares of common stock and exchange of \$20.5 million of preferred limited partnership interests for shares of preferred stock
- Represented software company in its \$35 million acquisition of email and audience development start-up