

Brian Dillavou

PARTNER

Corporate
Austin

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FOCUS AREAS

Capital Markets
Communications and
Networking
Corporate
Corporate Governance
Emerging Companies and
Venture Capital
Fintech
Life Sciences
Mergers & Acquisitions
Special Purpose Acquisition
Companies (SPACs)

HIGHLIGHTS

- **Start-Up and Emerging Growth Companies Expertise**
Brian has extensive experience advising start-ups and emerging companies on a broad range of corporate matters, including venture capital and other financings, stock options and compensation matters, M&A, and capital markets transactions, including IPOs.
- **Investor and Financial Institution Representation**
He also represents institutional investors and financial institutions in venture financings, M&A, and capital markets transactions, including IPOs and other equity and debt financings.
- **A Recognized Practitioner**
Brian has been recognized as a leader in his field by sources such as *Chambers USA*, *Thomson Reuters*, and *The Legal 500 U.S.*

EXPERIENCE

Brian Dillavou is a corporate partner in the Austin office of Wilson Sonsini Goodrich & Rosati, where he represents start-ups and emerging growth companies from incorporation and early-stage financings through strategic exits such as initial public offerings and mergers and acquisitions. His experience includes advising start-up and early-stage businesses on corporate legal issues, venture capital and other financings, stock options and other compensation matters, mergers and acquisitions, and capital markets transactions, including initial public offerings. He also represents institutional investors and financial institutions in venture capital financings, mergers and acquisitions, and capital markets transactions, including initial public offerings and other equity and debt financings. Brian has particular experience working with clients in the technology, fintech, and life sciences sectors.

CREDENTIALS

Education

- J.D., The University of Texas School of Law
With Honors
- M.P.A., The University of Texas at Austin
- B.B.A., Canfield Business Honors Program and Accounting, The University of Texas at Austin
With Honors

Associations and Memberships

- Member, Business Law Section, State Bar of Texas
- Board Member, TeXchange (2016-2018)

Honors

- Selected for inclusion in *Best Lawyers in America* for Venture Capital Law (2025)
- Recognized in the Technology: Corporate & Commercial category for Texas in the 2021-2026 editions of *Chambers USA*
- Profiled as one of the leading Mergers & Acquisitions (2016) and Technology (2016-2017) lawyers in the United States by *The Legal 500 US*
- Recognized as a Texas Rising Star, Super Lawyers by *Thomson Reuters* (published in *Texas Monthly*) (2016-2018)

Admissions

- State Bar of Texas

MATTERS

Representative Venture Capital Transactions

- Technology, life science, and consumer packaged goods companies in raising billions of dollars in venture capital financings
- Infinitem Electric in its \$110 million Series D financing and its \$220 million Series E financing
- GreenLite Technologies in its \$8 million Series Seed financing, \$28.5 million Series A financing, and \$49.5 million Series B financing
- AmplifAI in its \$33.7 million Series B financing
- ComboCurve in its \$50 million Series B financing
- Sage Geosystems in its \$30 million Series A financing and its \$97 million Series B financing
- Lumata Health in its \$23 million Series B Financing, its \$4 million Series A financing, and its \$5.5 million Series A+ financing
- Axial Shift in its \$4 million Series Seed financing
- WeInfuse in its Series A financing
- TAU Systems in its \$20 million Series Seed-1 Financing and \$15 million Series Seed financing
- Riscosity in its \$7 million Series Seed financing
- Elemental Advanced Materials in its \$20 million Series B Financing
- Renegade Insurance in its \$40 million Series B financing
- The Newcastle Network in Kizik's \$20 million Series B financing
- Pilot, a financial services software platform, in its \$60 million Series C financing*
- Next Insurance, Inc. in its \$250 million Series C financing and \$250 million Series D financing*
- Theatro Labs, Inc. in its \$20 million Series C financing*
- Spotio, Inc. in its \$4.5 million Series A financing*
- Decisio Health, Inc. in its \$13 million Series B financing*
- An AI-enabled healthcare analytics company in its Series Seed financing*
- TalentGuard, Inc. in its \$4 million Series B financing*
- WeInfuse in its financing and strategic partnership by Healix*
- ListingSpark, Inc. in its \$2 million Series A financing*
- CherryCircle Software in its \$2.3 million Series Seed financing*
- An oil and gas analytics software company in its Series A financing*
- A pharmaceutical company in its \$28 million financing*
- A software telecommunications company in its \$40 million Series E financing*
- A medical device company in its \$15 million convertible note financing*
- Investors in an \$8 million Series A financing of an asset monitoring software company*
- Investors in a \$10 million Series B financing of a cloud-based service company*
- A brewer in its Series A financing*
- A block chain platform company in its Series Seed financing*

Representative Mergers & Acquisitions Transactions

- Lalo Tequila in its acquisition by Tito's Handmade Vodka
- WeInfuse in its acquisition of RxToolKit
- Hive9 in its sale to Brandmaker
- Next Insurance in its acquisition of AP Intego*
- Liveoak Technologies, a virtual customer engagement and business platform, in its sale to DocuSign*
- Verimatrix in its sale of Silicon IP and Secure Protocols business for \$65 million to Rambus*
- Empyrean Benefit Solutions in its sale to Securian Financial Group*
- Oil and gas software company in its sale to a private equity backed strategic acquirer*
- Admissions and enrollment management software company in its sale to a private equity investment firm*
- San Luis Spirits in its acquisition of Empresario Brands*

- A telecommunications software company in its acquisition of a private equity held telecommunications software company*
- A medical device company in its \$150 million sale to a strategic acquirer*
- A publicly traded waste and disposal service company in its \$526 million sale to a private equity fund*
- A developer of mobile applications in its sale to a strategic acquirer*
- A modular refinery design and construction company in its \$115 million sale to a private equity fund*
- An eye care franchise in its \$185 million sale to a private equity investment firm*
- A healthcare software company in its sale to a public company acquirer*
- A software company in its sale to a strategic acquirer*
- A venture capital-backed software company in its sale to a strategic acquirer*
- A venture capital-backed telecommunications company in its acquisition of a venture capital backed company*
- A company that makes high performance computer workstations in its sale to a private equity investment firm*
- An in-house legal software services company in its sale to a portfolio company of a private equity investment firm*
- A supply chain software company in its sale to a strategic acquirer
- An industrial construction and maintenance company in its sale to a strategic acquirer
- A software company in its sale to strategic acquirer
- A benefits administration software company in its acquisition of a digital benefit delivery solutions company*
- A customer identity and access management company in its sale to a portfolio company of a private equity investment firm*
- A software consulting company in its sale to a private equity investment firm

Representative Public Offerings

- An emerging growth medical device company in its \$86+ million initial public offering*
- An emerging growth medical device company in its \$111+ million follow-on and secondary offering*
- An emerging growth telecommunications software company in its \$53+ million initial public offering*
- An emerging growth telecommunications software company in its \$44+ million follow-on offering*
- An emerging growth pharmaceutical company in its proposed initial public offering*
- Underwriters in proposed initial public offering of an emerging growth company*
- The underwriter in the \$140+ million public offering of common stock of a NYSE-listed company*

Representative SPAC Transactions

- ESS Inc. (Nasdaq: GWH) in becoming a publicly traded company through de-SPAC transaction
- NUBURU (Nasdaq: BURU) in becoming a publicly traded company through de-SPAC transaction
- Ibere Pharmaceuticals, a blank check company formed for the purpose of effecting a merger in the pharmaceutical and life sciences industries, in its \$138 million initial public offering*

* Denotes experience at another firm prior to joining Wilson Sonsini in 2021.

INSIGHTS

Select Speaking Engagements

- Presenter, "The Journey to a Successful Exit," S3 Ventures, December 15, 2020
- Presenter, "Overview of the Venture Capital Financing Lifecycle," December 7, 2020
- Presenter, "Venture Financing Structures: SAFEs, Convertible Notes and Preferred Equity," MassChallenge Texas (Austin program), September 2, 2020, and June 19, 2019
- Presenter, "Create Your Terms & What Investors Want to See," Geekdom, San Antonio, Texas, July 30, 2020
- Presenter, "Preparing for a Venture Financing," Geekdom, San Antonio, Texas, June 25, 2020
- Presenter, "Preparing for a Venture Financing," Quake Capital Partners, Austin, Texas, June 18, 2020, and August 20, 2019
- Presenter, "Paycheck Protection Program Update," R3 webinar, June 17, 2020
- Presenter, "Main Street Lending Program: A lemon or lemonade?" OakNorth webinar, June 8, 2020

- Presenter, “Current VC & PE Market Update,” The University of Texas at Austin, McCombs School of Business Venture Fellows, May 6, 2020
- Presenter, “Main Street Fed Funding: Get ahead of the curve with a briefing from global fin-tech, OakNorth and Shearman & Sterling,” Webinar, April 13, 2020
- Presenter, “Navigating SBA Loans: Q&A,” Galvanize webinar, April 10, 2020
- Presenter, “Considerations for US FinTechs and Emerging Growth Companies in Light of COVID-19,” Webinar, April 9, 2020
- Presenter, “How to get PPP Loans for Small Businesses,” Digital Wildcatters Live, April 2, 2020
- Presenter, “Term Sheets 101,” The Emerging Venture Capitalist Association, February 27, 2020
- Presenter, “Your First Financing,” Association of Corporate Counsel Austin Chapter Business & Law, September 20, 2019
- Presenter, “Preparing for a Venture Financing,” Texas Medical Center Innovation Institute, September 13, 2019, and May 10, 2019
- Presenter, “Funding 1.0: Get Your Startup Off the Ground,” Geekdom, San Antonio, Texas, April 17, 2019 and February 20, 2019
- Presenter, “Healthcare Financing 101,” March 8, 2019
- Presenter, “Top Legal Mistakes Startups Make and How to Avoid Them,” Founder Institute Austin, Texas, November 28, 2018
- Presenter, “Venture Financing: Demystifying Convertible Notes and SAFE Financings,” San Antonio Startup Week, October 25, 2018
- Presenter, “Top Ten Legal Mistakes Made By Entrepreneurs,” The University of Texas at Austin, McCombs School of Business Venture Fellows, April 25, 2018
- Presenter, “M&A Transactions and Trends,” BDO Year End Accounting and Tax Update, December 10, 2015