

# WILSON SONSINI

## Gregory Hughes

SENIOR COUNSEL

Employee Benefits  
and Compensation  
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## FOCUS AREAS

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Employee Benefits and  
Compensation

## EXPERIENCE

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Gregory Hughes is senior counsel in the employee benefits and compensation practice at Wilson Sonsini Goodrich & Rosati. He focuses on the representation of public and private companies in their compensation and employee benefits matters, with emphases on equity-based compensation, mergers and acquisitions, and capital markets transactions.

Gregory advises clients on the design and administration of equity-based compensation programs (including stock option, restricted stock, profits interest, and other equity arrangements); employment, consulting, retention, severance, change in control, and deferred compensation arrangements; and the associated tax (including Section 409A), accounting, ERISA, and securities law implications. He regularly assists public companies with compliance matters, including compensation disclosures for proxies, prospectuses, registration statements, and public reports.

He has played a role in many corporate transactions, representing buyers and sellers in connection with employee benefits and compensation-related aspects, including pre-signing negotiations, executive and equity compensation (including Section 280G—the golden parachute rules), and post-closing employee integration issues.

Gregory has significant experience with benefits and compensation-related aspects of public offerings, advising a number of issuers and underwriters in these transactions. He has also represented clients with respect to debt financings, advising a number of borrowers and lenders on issues related to benefits and compensation, including ERISA compliance.

Prior to attending law school, Gregory worked as a hardware verification engineer in several Silicon Valley enterprises.

## CREDENTIALS

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### Education

- J.D., Columbia Law School, 2007
- B.S. and B.A., Computer Science and English, University of Michigan, 1995

### Admissions

- State Bar of California
- State Bar of New York