

## Richard C. Blake

PARTNER

Corporate  
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### FOCUS AREAS

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

### HIGHLIGHTS

- An Expert in Public Company Representation**  
Richard focuses on public company representation, corporate governance, and public offerings, and has served as lead counsel on numerous IPOs listed in PitchBook's "Top 10 U.S. VC-backed IPOs" for many years.
- Thought Leadership**  
Richard is a widely published author and frequent speaker on IPO preparation, corporate governance, and public company issues. He is currently the [Chair of the Nasdaq Listing and Hearing Review Council](#), and previously assisted as counsel to the NYSE's Commission on Corporate Governance.
- Landmark Transactions**  
Richard co-led the Wilson Sonsini teams that advised Veeva Systems and United Therapeutics on becoming the first two U.S. public companies to convert to a Delaware public benefit corporation.

### EXPERIENCE

Richard Blake is a partner at Wilson Sonsini Goodrich & Rosati and the leader of the firm's public companies practice. He practices corporate and securities law with a focus on public company representation, corporate governance, and public offerings. Richard has represented public and private clients across a broad range of industries, as well as investment banking and venture capital firms, and has been lead counsel on IPOs listed in PitchBook's "Top 10 U.S. VC-backed IPOs" for many years.

Richard has extensive experience preparing private companies for IPOs as well as representing public companies. His practice includes all aspects of company representation, including counseling companies and their boards on complex corporate, securities, disclosure and corporate governance matters, fiduciary duties, takeover defenses, insider trading, public company compliance, stockholder activism, ESG initiatives, and mergers and acquisitions. Richard co-led the Wilson Sonsini teams that advised Veeva Systems and United Therapeutics on becoming the first two U.S. public companies to convert to a Delaware public benefit corporation.

Richard is a widely published author and frequent speaker on IPO preparation, corporate governance, and public company issues. He is currently the [Chair of the Nasdaq Listing and Hearing Review Council](#), which is responsible for making recommendations to the Nasdaq board on policy and rule changes related to issuer listing standards. He previously assisted as counsel to the New York Stock Exchange's Commission on Corporate Governance, which issued its final report in fall 2010.

Prior to rejoining Wilson Sonsini in 2019, Richard was a partner in the public offerings/public companies practice group at Gunderson Dettmer. From 2000 to 2013, he was an associate and partner at Wilson Sonsini. Earlier in his career, he clerked for Judge J. Clifford Wallace of the U.S. Court of Appeals for the Ninth Circuit and Justice I. Daniel Stewart of the Utah Supreme Court.

## CREDENTIALS

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### Education

- J.D., J. Reuben Clark Law School, Brigham Young University  
*Summa Cum Laude; Order of the Coif; Executive editor, BYU Law Review*
- B.A., Brigham Young University  
*University Honors, Honors in English*

### Associations and Memberships

- Chair, Nasdaq Listing and Hearing Review Council
- Director, Silicon Valley Directors' Exchange ("SVDX," formerly the National Association of Corporate Directors, Silicon Valley Chapter)
- Member, Advisory Board of TheCorporateCounsel.net
- Member, Planning Committee, Northwestern Pritzker School of Law's Annual Securities Regulation Institute in Coronado, California
- Member, Society for Corporate Governance
- Member, American Bar Association

### Honors

- Named in the 2017 edition of *Legal 500* as a "key figure with expertise in preparing companies for IPOs"
- Named a 2009 Northern California "Rising Star" by *Law & Politics* magazine

### Admissions

- State Bar of California

## CLIENTS

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### Public Companies Represented

- Accel
- Adobe
- Aldeyra Therapeutics
- Align
- Alimera Sciences
- Alteryx
- Anaplan
- Arcus Biosciences
- Armo Biosciences
- Atmel
- Autodesk
- Avanex
- Boingo Wireless
- Carrier Access
- Circle
- Coherent
- Comtech
- Cost Plus
- Couchbase
- Coupa Software
- Cricut
- Dolby Laboratories
- Etsy
- Expedia
- Forgerock
- Go Daddy
- Gong
- Google
- Grid Dynamics Holdings
- Hansen Medical
- Hawaiian Airlines
- Histogenics
- Infinera
- Innoviva
- Ivalua
- KaloBios
- Marqeta
- MaxPoint
- Maxwell Technologies
- Medallia
- Micron
- Natera
- Peregrine Semiconductor
- Pixar
- Pluralsight
- Polycom
- QLIK Technologies
- Qualys
- QuantumScape
- Recursion Pharmaceuticals
- Regenx
- Riverbed
- RPX Corporation
- Sonder
- StockX
- Synacor
- Synchronoss Technologies
- Talend
- Temasek
- Theravance Biopharma
- Tobira

- Total S.A.
- United Therapeutics
- Vanda Pharmaceuticals
- Veeva Systems
- Vitae
- VMware
- Williams-Sonoma
- Yahoo!

## INSIGHTS

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### Select Publications

- Editorial Board of Known Trends, Wilson Sonsini's Public Company Blog
- Interviewed and quoted in numerous business and legal trade media, including *Dow Jones/The Wall Street Journal*, *Law360*, *The Practical Law Company*, *The Recorder*, and *The Daily Journal*
- Multiple chapters in the Wolters Kluwer treatise *Venture Capital and Public Offering Negotiation*
- "2023 Silicon Valley 150 Corporate Governance Report," January 2024
- "2022 Silicon Valley 150 Corporate Governance Report," January 12, 2023
- "2021 Silicon Valley 150 Corporate Governance Report," March 15, 2022
- Co-author with B. Currie, R. Greecher, and A. Simmerman, "Converting to a Delaware Public Benefit Corporation: Lessons from Experience," Wilson Sonsini Client Advisory, January 27, 2022
- "2019 Silicon Valley 150 Corporate Governance Report," March 12, 2020
- Co-author with C. Mathes and L. Stimmell, "SEC Proposes Amendments to Auditor Independence Framework," The Harvard Forum on Corporate Governance and Financial Regulation, January 22, 2020
- "Introduction to IPO Readiness," in the NYSE's *The Entrepreneur's Roadmap: From Concept to IPO*, 2017
- "By the Numbers: Venture-backed IPOs," 2013, 2015, 2016, 2017
- "Corporate Governance and Disclosure Practices of Venture-Backed Companies in U.S. Initial Public Offerings: July 2011 - June 2012," Special Report, October 2012
- "Corporate Governance and Disclosure Practices of Venture-Backed Companies in U.S. Initial Public Offerings: January 2010 - June 2011," Special Report, October 2011
- "The Earnings Release: Legal Requirements and Best Practices," *Insights: Corporate & Securities Law Advisor*, Vol. 22, No. 3, 2008
- "Advising Clients on Using the Internet to Make Offers of Securities in Offshore Offerings," *The Business Lawyer*, Vol. 53, No. 2, 1998
- Numerous law firm client alerts and other publications that have been republished in journals and forums such as the Harvard Law School Forum on Corporate Governance and Financial Regulation, Berkeley Law VC Research Network, *Corporate Governance Advisor* (Aspen), *Corporation* (Wolters Kluwer Law & Business), Deloitte Center for Corporate Governance, *Financial Fraud Law Report* and the PLI Securities Law Practice Center

### Select Presentations

- "WSGR's 2023 Silicon Valley 150 Corporate Governance Report," Boardroom Governance Podcast, February 2024
- Session Chair, "Capital Markets: Developments for Public and Private Offerings," Securities Regulation Institute, Coronado, California, January 2024
- Co-moderator, "Cybersecurity: What Happened in 2023 and What to Expect in 2024," WSGR MCLE Day, Palo Alto, California, December 2023
- Co-moderator, "Corporate Governance Update," SVDX Xchange, November 2023
- Co-moderator, "Fall 2023 Audit Committee Peer Exchange," Menlo Park, California, November 2023
- Co-moderator, "Adopting and Implementing Clawback Policies," WSGR 2023 Public Company General Counsel Webinar Series, November 2023
- Co-moderator, "Clawbacks," SVDX Xchange, June 2023
- Co-moderator, "Insights on Shareholder Engagement and Activism," WSGR General Counsel Roundtable Series, June 2023
- Co-moderator, "Spring 2023 Audit Committee Peer Exchange," Menlo Park, California, April 2023
- Moderator, "A Retrospective from Time Spent in the PubCo GC Seat," TechGC, February 2023
- Co-moderator, "Pay Versus Performance Rules," WSGR University, February 2023
- Moderator, "Board Compensation," SVDX Xchange, January 2023
- Moderator, "Silicon Valley," Rock Center's Asian Financial Leaders Programme, Palo Alto, California, January 2023
- Co-moderator, "Rule 10b5-1 Final Rules," Morgan Stanley Webinar, January 2023
- Co-moderator, "After 12 Short Years, the Final Dodd-Frank Executive Pay Rules are Here: An Update on What to Do Now," WSGR MCLE Day, Palo Alto, California, December 2022

- Panelist, “Achieving Success as a New Public Company,” IPO Winter Bootcamp, Nasdaq Entrepreneurial Center webinar, December 2022
- Panelist, “Officer Exculpation,” Council of Institutional Investors Markets Advisory Council, November 2022
- Co-moderator, “Fall 2022 Audit Committee Peer Exchange,” Menlo Park, California, November 2022
- Co-moderator, “10b5-1 Lessons Learned and Proposed SEC Rule Changes,” NASPP Conference & Exhibition, Chicago, IL and virtual, October 2022
- Co-moderator, “Corporate Governance Trends,” SVDX Xchange, October 2022
- Co-moderator, “Spring 2022 Audit Committee Peer Exchange,” Menlo Park, California, April 2022
- Co-moderator, “SEC Proposed Changes to Rule 10b5-1,” Morgan Stanley Webinar, February 2022
- Co-moderator, “SEC Hot Topics and Recent Developments,” WSGR MCLE Day, Palo Alto, California, January 2022
- Panelist, “The Silicon Valley Story: Ecosystem, Latest Trends and The Future of Innovation,” Rock Center’s Asian Financial Leaders Programme, Palo Alto, California, January 2022
- Co-moderator, “Recent Trends in Corporate Governance,” SVDX Xchange, October 2021
- Panelist, “Summer 2021 IPO Bootcamp,” Nasdaq Entrepreneurial Center webinar, June 9, 2021
- Session Chair, “MD&A Disclosure: How to Do It Really, Really Well,” Securities Regulation Institute, Coronado, California, January 2021
- Panelist, “Board Communication Safeguards and Pitfalls: Best Practices and Lessons Learned about Virtual Board Meetings,” SVDX, October 2020
- Co-moderator, “Shareholder vs. Stakeholder,” SVDX Xchange, June 2020
- Panelist, “Capital Raising in Turbulent Times,” TheCorporateCounsel.Net, May 2020
- Panelist, “Exploring Key Issues Facing Public Companies in the COVID-19 Environment,” WSGR Client Event, March 2020
- Panelist, “BYU Law Winter Deals Conference,” Park City, UT, March 2020
- Panelist, “The Silicon Valley Ecosystem,” Rock Center’s Asian Financial Leaders Programme, Palo Alto, California, January 2020
- Panelist, “Hot Topics in Governance,” WSGR MCLE Day, Palo Alto, California, December 2019
- Panelist, “Capital Markets: Private Company Financing Through IPO, Including Direct Listings,” Securities Regulation Institute, Coronado, California, January 2019
- Panelist, “The Silicon Valley Story: Ecosystem, Latest Trends and the Future,” Rock Center’s Asian Financial Leaders Programme, Palo Alto, California, January 2019
- Moderator, “Private Company Roundtable,” Society for Corporate Governance’s Essentials Program, Las Vegas, Nevada, September 2018
- Panelist, “Private Company Boards,” Society for Corporate Governance’s Essentials Program, Las Vegas, Nevada, September 2018
- Panelist, “Staying Out of Trouble/Fiduciary Duties & Conflicts,” Rock Center/NVCA Venture Capital Symposium, Stanford, California, March 2018
- Panelist, “Overview of Private Company Tender Offers,” TechGC, San Francisco, California, January 2018
- Panelist, “Governance, Liquidity, and Employee Retention in an Era of Capital Abundance,” SVDX/Rock Center, Stanford, California, October 2017
- Panelist, “Public Company Readiness,” SVDX Xchange, Menlo Park, California, September 2017
- Panelist, “IPO Process Nuts and Bolts,” 2017 IPO Workshop for Emerging Growth Companies, NYSE Euronext, New York, January 2017
- Panelist, “IPO Preparation,” 2017 Pre-IPO Summit for Tech Companies, NYSE Euronext, New York, May 2016
- Panelist, “Creating Your Public Company Infrastructure,” NIRI Silicon Valley Pre-IPO Event, Palo Alto, California, March 2016
- Panelist, “Proxy Drafting: Mid-Cap & Smaller Company Perspective,” TheCorporateCounsel.Net, January 2016
- Panelist, “Going Public,” for Corporate Governance’s Essentials Program, Orlando, Florida, January 2016
- Panelist, “Creating Your Public Company Infrastructure,” NIRI Silicon Valley Pre-IPO Event, Palo Alto, California, March 2015
- Presenter, NYC Technology Companies’ Pre-IPO Summit, NYSE Euronext, New York, March 2015
- Panelist, “Preparing for an IPO or a Future Liquidity Event,” NYC Technology Companies’ Pre-IPO Summit, NYSE Euronext, New York, December 2013
- Panelist, “Legal Considerations for Proxy Statements and Annual Meetings,” RR Donnelly, Palo Alto, California, October 2013
- Moderator, “The Role of Good Governance in a VC-backed Company,” Summit Director & Officer Training Conference, Deer Valley, Utah, December 2012
- Panelist, “The JOBS Act of 2012,” WSGR General Counsel Series, Menlo Park, California, April 2012
- Panelist, “Taking Advantage of the JOBS Act—Opportunities for Capital Creation,” Summit Director & Officer Training Conference, Deer Valley, Utah, December 2011

- Panelist, "Dodd-Frank—Understanding the Regulatory Roadmap and the New Realities of Corporate Governance," Summit Director & Officer Training Conference, Deer Valley, Utah, December 2011
- Presenter, "The Disclosure Cycle: Duty to Disclose, Quarterly Earnings Cycle, and Form 10-K Disclosure Requirements," Practising Law Institute, San Francisco, California, November 2011
- Moderator, "Trends in Nominating and Corporate Governance Committees," Annual Boardroom Summit Workshop, Corporate Board Member and NYSE Euronext, New York, October 2011 and 2012
- Advisor, East Coast Board Committee Peer Exchange, Corporate Board Member and NYSE Euronext, New York, October 2011 and 2012
- Presenter, "Board of Directors, Corporate Governance and the Private Company," Entrepreneurs' College, Palo Alto, California, May 2011 and 2012
- Panelist, "Year-End and Quarterly Reporting 2010," Practising Law Institute, San Francisco, California, September 2010
- Panelist, "Year-End and Quarterly Reporting," WSGR College for Clients Series, Palo Alto, California, January 2010 and February 2011
- Presenter at numerous client and internal training seminars

## TRANSACTIONS

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### Public Company Offering Representations

- Couchbase in its initial public offering (2021)
- Grid Dynamics Holdings in its follow-on public offering (2021)
- Recursion Pharmaceuticals in its initial public offering (2021)
- Cricut, Inc. in its initial public offering (2021)
- QuantumScape in becoming a public company in a SPAC merger transaction (2020)
- Morgan Stanley, JP Morgan and BofA Securities in the initial public offering of C3.ai (2020)
- Hawaiian Airlines in various financing activities (2020 and 2021)
- Infinera in its at-the-market offering (2020)
- Pluralsight in its follow-on public offering
- Various VC funds in Slack's direct listing (2019)
- Coupa in its convertible notes offering under Rule 144A (2019)
- Natera in its follow-on public offering (2019)
- Cantor Fitzgerald in its at-the-market offering of Armo Biosciences (2019)
- Anaplan in its initial public offering and concurrent private placement (2018)
- Morgan Stanley, Allen & Company, Credit Suisse and UBS in the initial public offering of Domo (2018)
- Natera in its follow-on public offering (2018)
- Coupa in its convertible notes offering under Rule 144A (2018)
- Arcus Biosciences in its initial public offering (2018)
- Armo Biosciences in its initial public offering (2018)
- Morgan Stanley, J.P. Morgan and Allen & Company in the initial public offering and follow-on public offering of Cloudera (2017)
- Coupa in its follow-on public offering (2017)
- Coupa in its initial public offering (2016)
- Jerusalem Venture Partners in several registered secondary offerings of CyberArk (2015)
- Etsy in its initial public offering (2015)
- Theravance, Inc. in its self-tender offer (2015)
- MaxPoint in its initial public offering (2015)
- Natera in its initial public offering (2015)
- Theravance Biopharma, Inc. in its self-tender offer (2015)
- Vitae Pharmaceuticals, Inc. in its follow-on public offering (2015)
- Histogenics in its initial public offering (2014)
- Veeva Systems in its follow-on public offering (2014)
- Morgan Stanley and Goldman Sachs in the follow-on public offering of Workday (2014)
- Veeva Systems in its initial public offering (2013)
- KaloBios in its initial public offering and follow-on public offering (2013)
- Vanda Pharmaceuticals in its follow-on public offering (2013)
- Hansen Medical and KaloBios in public "at-the-market" offerings (2013)
- Theravance in its spin-off of Theravance Biopharma (2013-2014)
- Autodesk in its registered offering of senior notes (2012)
- Morgan Stanley and Goldman Sachs in the initial public offering of Amyris (2010)
- Morgan Stanley and BofA Merrill Lynch in the initial public offering and follow-on public offerings of Ancestry.com (2009-2010)

- Credit Suisse and Morgan Stanley in the follow-on public offering of NetLogic Microsystems (2010)
- Atmel Corporation in its self-tender offer (2009)
- Autodesk, Inc. in its self-tender offer (2007)
- Atmel Corporation in its self-tender offer (2007)
- Lehman Bros. in the initial public offering of Hittite Microwave (2005)
- Lehman Bros. in the initial public offering of Cascade Microtech (2004)
- Credit Suisse in the initial public offering of Magma Design Automation (2001)

## Public Company Mergers and Acquisitions Representations

- Pluralsight in its sale to Vista Equity Partners
- VMware in its purchase of Pivotal
- Coupa Software in multiple acquisitions of private companies
- MaxPoint in its sale to Valassis, a subsidiary of Harland Clarke Holdings Corp.
- RPX in its sale to HGGC, a private equity company
- Total S.A. in its investments in and joint venture with Amyris
- Total S.A. in its acquisition of 60 percent of SunPower and related corporate governance agreements
- Avanex in multiple acquisitions and dispositions and in its merger of equals with Bookham
- Carrier Access in its acquisition by Turin Networks
- JD Edwards in its acquisition by PeopleSoft
- Pixar in its acquisition by Disney

## CLERKSHIPS

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- J. Clifford Wallace, U.S. Court of Appeals, Ninth Circuit
- I. Daniel Stewart, Utah Supreme Court