



## EMERGING COMPANIES AND VENTURE CAPITAL

### Open For Business

Early-stage businesses, whether high-growth technology companies or scalable product or services businesses, have unique business needs and challenges. Barnes & Thornburg's Emerging Companies and Venture Capital practice has dozens of attorneys who cover the full range of needs of early-stage companies and founders and their investors.

Our team understands the challenges that emerging companies face and how to help founders and founding teams navigate these challenges while setting a foundation for growth and success.

### Get It Right - From Day 1

Our skilled attorneys advise on a wide range of matters that are fundamental to how successful founders and investors operate. We advise founders on how to protect, acquire and monetize patents, software products and other intellectual property assets; how to navigate tax laws and regulations that apply to high-growth businesses (like qualified small business stock rules); and how to engage and manage employees, contractors and service providers, among other topics.

We are fluent in venture capital market dynamics and financing strategies, often assisting founders, venture capital funds, corporate venture investors and angel investors with structure and negotiating term sheets in preparation for a financing round and the definitive SAFE, convertible note and equity financing agreements.

We understand that serving as a trusted adviser is not a transactional relationship – our goal is a durable partnership. To that end, our strong client relationships have allowed us to be part of successful growth financing rounds, company sales and IPOs. We work with a number of prominent venture funds and research universities on dozens of shared

### Why Barnes & Thornburg?

Finding new ways to help clients identify solutions and new business opportunities, across industries, is at our core. We are, at times, more than lawyers, we are advisers bringing new ideas to light. We understand what keeps you up at night and work collaboratively to find practical and creative solutions, at the heart of business.

### RELATED PRACTICES

Corporate

Intellectual Property

Mergers and Acquisitions and Private Equity

Software and Technology Transactions

clients over decades.

## **Sample services that we offer are:**

### **Selecting and establishing an organizational structure**

- Evaluating whether an LLC, C-corp, S-corp or other business structure will provide an optimal foundation for early-stage and long-term business growth

### **Intellectual property protection and licensing**

- We help founders negotiate in-license agreements from research universities or large companies, including by evaluating the licensed intellectual property and negotiating financial terms of the license

### **SaaS and other software and technology protection services**

- We help early-stage companies develop intellectual property protection strategies, including through evaluating copyright or patent protection options
- We draft customer terms and user terms and conditions, privacy policies and other license terms that apply to a company's commercialization of their software products

### **Biotech and life sciences patent prosecution**

### **Employee and service provider compensation plans**

- Developing and negotiating option plans and other equity compensation plans
- Assisting management in developing sales compensation and commission plans to align sales teams with company revenue goals while remaining compliant with applicable state laws

### **Labor and employment issues**

- We help founders and internal HR teams develop offer letter, employment agreement and contractor agreement templates, employee handbooks and other documents that will protect the company and stand up to investor or acquirer due diligence

### **Data privacy and security services**

- We counsel on privacy policies, data privacy law compliance (including GDPR, CCPA, COPPA, and HIPAA) matters and how to negotiate privacy and compliance terms in customer and supplier contracts

### **Venture financing services**

- We help our startup and investor clients navigate the financing landscape and negotiating venture financing transactions of all sizes and types
- We advise corporations on venture investment matters, including public company compliance issues, and assist venture funds with lead or follow-on in financing rounds
- Our assistance includes a review of applicable securities law compliance issues and how to structure transactions to comply with SEC and state-level securities laws

### Strategic alliances and merger and acquisition transactions

- We partner with longtime clients to evaluate and negotiate business sale transactions
- We are also a trusted referral partner for accountants and investment banks, and frequently take over as counsel to get a deal done for founders

### Tax planning

- Assisting management with evaluating tax implications of financing transactions; IRS Code 1202 (qualified small business stock) compliance; and equity compensation tax matters

### Practice Leaders



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