



**WILSON  
SONSINI**

***University of Texas  
Corporate Counsel Institute  
Houston, Texas***

***Key Considerations When Financing or Selling your Company  
in Tough Market Conditions***

May 10, 2024

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## ***Speakers***

### **Moderator:**

Robert Suffoletta, Wilson Sonsini Goodrich & Rosati, P.C., Austin, TX  
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### **Panelists:**

Brandon Middleton-Pratt, Wilson Sonsini Goodrich & Rosati, P.C., Austin, TX  
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Matt Ochsner, Piper Sandler, Austin, TX  
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## ***Overview of Topics***

### ■ Market Conditions for Financings and Private M&A (15 mins)

### ■ Venture Financings (20 mins)

- Current Deal Environment
- Down Rounds: Drivers and Considerations
- Structuring Down Rounds
- Pay-to-Play Transactions
- Fiduciary Duty Landscape and Risk Mitigation

### ■ Private M&A (10 mins)

- Current Deal Environment
- Deal Terms and Protections in Distressed Company Sales
- Section 363 Asset Sales

### ■ Review of Recent Delaware Caselaw (15 mins)

### ■ Q&A

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## ***Market Conditions***

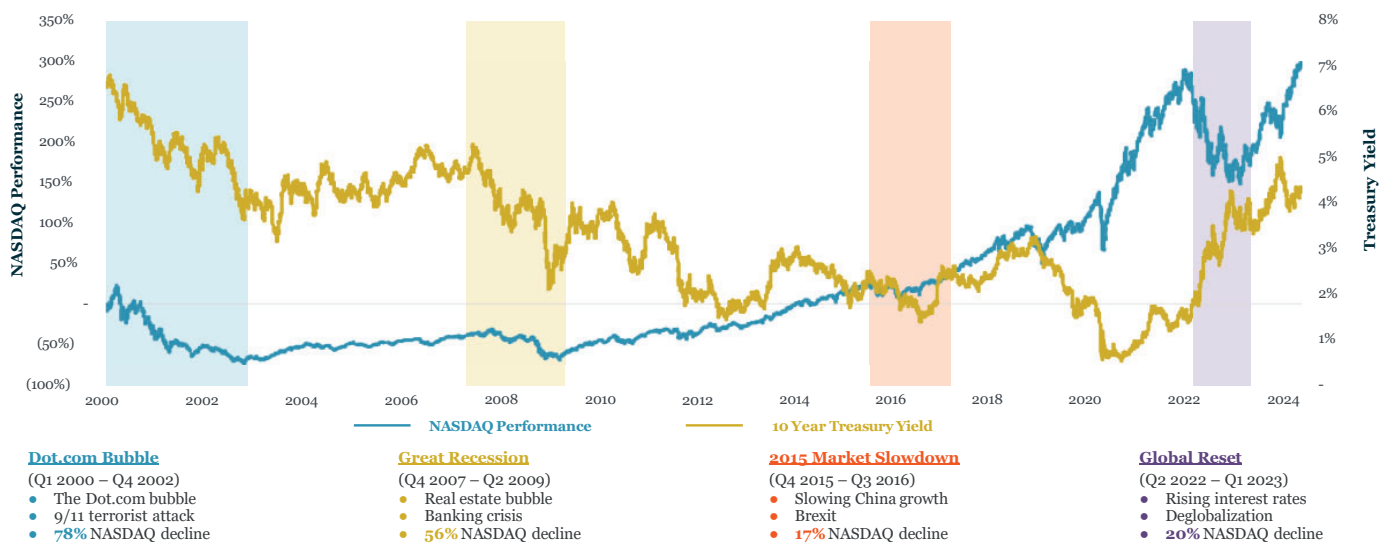
# Q1 2024 Technology Market Update

April 2024

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## Setting the Stage: Long-Term Context

NASDAQ Performance vs. 10 Year Treasury Yield (2000 to 2024 YTD)



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## Title search: Key Considerations When Selling or Financing Your Company in Tough Market Conditions

Also available as part of the eCourse

[Key Considerations When Selling or Financing Your Company in Tough Market Conditions](#)

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"Key Considerations When Selling or Financing Your Company in Tough Market Conditions"