



## David Goldenberg

*Founding Attorney*

📍 San Francisco Bay Area

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David Goldenberg is a Founding Partner of VLP. He helps growth-oriented companies on financing, M&A and general contractual matters (including JVs and other business transactions) and investors in their equity investments in these companies. David excels at counseling his clients through the complex world of financing, growing and selling their business.

David also counsels individual executives on employment matters. He regularly works with company founders, investors, and related parties on preferred stock, common stock, convertible debt, down-round, bridge, warrants, and other types of financings, having completed hundreds of financing transactions in his career. David has also overseen complex licensing transactions, strategic partnerships, helped SAAS companies create terms for their offerings, as well as worked on multiple mergers, ranging in size from \$6M to \$1.9B.

A former member of the firm's executive committee, David has built a practice at VLP which allows him to represent clients using a team approach, so that his clients are able to receive his direct attention on critical matters, while still maintaining an efficient service for more routine items. People choose David for his team with billion-dollar deal experience and focus on practical legal solutions. David's goal with each engagement is to give you the personalized insight you need to make important decisions and advocate for you to achieve your goals.

Prior to joining VLP Law Group, David was general counsel of Mediabolic, Inc., the leading embedded entertainment software company in Silicon Valley. During his three year tenure there, he oversaw all legal matters for the company, including sales and business development transactions (over 75 separate licensing transactions with companies such as Intel, Motorola, Sony, Cisco/Linksys, Fujitsu, Phillips, HP, Broadcom and Marvell), financing issues and the eventual sale of the company to Macrovision (now Rovi). He also learned to appreciate the business needs of transactions—experience he now leverages to help his clients achieve their objectives.

Prior to Mediabolic, David practiced law for nearly seven years at the San Francisco headquarters of Morrison & Foerster, one of the country's premier law firms.

David has authored articles on design law, copyright and the internet and regularly speaks on topics related to startups and financing. He also was Chair (Managing Editor) of the Stanford Journal of Law, Business & Finance while in law school.

## Practice Areas

- Corporate
- Emerging Growth Companies & Venture Capital
- Technology Transactions
- Securities & Capital Raising
- Mergers & Acquisitions
- Intellectual Property
- Clean Tech & Sustainability
- Executive Compensation
- Web & E-commerce
- Entertainment & Media

## Admissions

- ➔ State Bar of California

## Education

- ➔ J.D., Stanford Law School, 1996
- ➔ B.A., Stanford University, 1993, Phi Beta Kappa

## Honors & Awards

- ➔ Northern California Super Lawyers, Rising Star, 2011

## Representative Clients

### Case Studies

- ➔ Expanding to Take On Big Clients with Ease
- ➔ Worldwide Protection With Local Service

## Mergers and Acquisitions

- ➔ Represented Bump Technologies in its sale to Google, Inc.
- ➔ Represented Alertness Solutions in its sale to Torvec, Inc.
- ➔ Represented ClickPass in its sale to Yola, Inc.
- ➔ Represented GazeHawk in its sale to Facebook, Inc.
- ➔ Represented IntelliBatt (now Canara) in its strategic transaction with Columbia Capital.
- ➔ Represented Network Architects in its sale to ePlus Technology, Inc.
- ➔ Represented Poiesis Informatics in its sale to Multimodal Technologies, LLC.

## Venture Capital/Private Equity

- ➔ Represented inDinero, a fintech services firm, in its financing matters.
- ➔ Represented Airtable (Formagrid), a SaaS database platform, in its financing matters.
- ➔ Represented Ascend Financial, a fintech lender, in its formation and two rounds of financing.
- ➔ Represented Next Caller, a SaaS customer information platform, in its Series A financing.
- ➔ Represented CrowdMed, an online medical information platform, in several rounds of angel financing and its general corporate and commercial matters.
- ➔ Represented Fundwell, a fintech services company, in its formation and financings.
- ➔ Represented Little Heroes Technologies, an educational technology and products company, in its financing matters.
- ➔ Represented Ridge Energy Services, an energy equipment and services company, in its

formation and Series A Financing.

- ➔ Represented HealthLoop, a medical software company, in its formation and financing matters.
- ➔ Represented MetaMarkets, a data services company, in its formation and financing matters.
- ➔ Represented Extend America (New EA), a telecommunications equipment and services company, in its formation and financing matters.

## **Strategic Partnerships, Joint Ventures and Licensing**

- ➔ Represented AllSeated LLC, an online wedding planning service, in general corporate and licensing matters.
- ➔ Represented Bay Street Research in its data licensing agreements.
- ➔ Represented the Center for Social Dynamics, a medical services company, in internal restructuring and corporate matters.
- ➔ Represented Cobalt Aircraft, an aircraft manufacturer, in its US corporate restructuring.
- ➔ Represented Direct Healthcare Services, a direct service healthcare provider, in its restructuring, corporate and contractual matters.
- ➔ Represented Exponent Partners, a website development company, in its customer and licensing agreements.
- ➔ Represented Airtable (Formagrid) in its customer and vendor licensing agreements.
- ➔ Represented Griddig, a real estate SaaS platform, in its formation, licensing and strategic partnership agreements.
- ➔ Represented Next Caller, a SaaS customer information platform, in negotiating customer agreements.
- ➔ Represented Handpoint, a payments processing and software company, in its commercial agreement matters.
- ➔ Represented LeadPops, an online marketing company, in its commercial agreement matters.
- ➔ Represented Most Modest, an industrial and product design firm, in its customer and vendor agreement negotiations.
- ➔ Represented Silicon Valley Data Science, a data consulting firm, in negotiating its customer agreements.
- ➔ Represented ProductBio (Workpology) in its commercial agreement and data licensing matters.
- ➔ Represented DemandForce in its vendor licensing and commercial agreement matters.

## **David's Commitments to His Clients**

- ➔ We will respond to all requests within two business days.
- ➔ We keep our clients apprised of the status of all open legal matters on a regular basis.

- ➔ We will meet the deadlines you set for transactions.
- ➔ We will not bill for getting up to speed or learning areas outside our areas of expertise.
- ➔ We will advocate for your position. Our team will not tell you to accept a term because ‘this is standard’ or ‘how it is done.’

## Recent Publications

- ➔ VLP Founding Partner David Goldenberg Authors Daily Journal Article “Benefits and Risks to Having Corporate Venture Capital Arms”  
(Mar 19, 2018)
- ➔ VLP Partner David Goldenberg Quoted in Of Counsel Article “Despite Strenuous Hours, Deadlines, and Demands, Many Lawyers Find Happiness”  
(Nov 3, 2017)
- ➔ VLP Founding Partner David Goldenberg Speaks to Inside Counsel About “Why Financial Transparency Benefits Law Firms and Clients”  
(Aug 25, 2017)
- ➔ VLP Founding Partner David Goldenberg Speaks to Inside Counsel About “Why More Lawyers Are Working Remotely in 2017 Than Ever Before”  
(Aug 4, 2017)
- ➔ VLP Founding Partner David Goldenberg Quoted in the Law360 Article “Venture Financing Begins to Stabilize After Downturn”  
(Jun 1, 2017)
- ➔ VLP Founding Partner David Goldenberg Quoted in the Law360 Article “How to Draft a Noncompete that Won’t Irk Workers”  
(May 22, 2017)
- ➔ VLP Partners Melissa Krasnow and David Goldenberg Featured in Minnesota Lawyer Article “Firm Has No Offices But a Big Platform”  
(Jan 5, 2017)
- ➔ David Goldenberg, Founding Partner of VLP Law Group, Quoted in Law360 Article “Venture Capital Funding Drop Not a Cause for Panic”  
(Oct 13, 2016)
- ➔ David Goldenberg, Founding Partner of VLP Law Group, Quoted in Law360 Article “VC Funding Slips for Nearly All But the Fortunate Few”  
(Jul 19, 2016)
- ➔ David Goldenberg, VLP Law Group Founding Partner, quoted in eCommerce Times article “Apple Likely to Pony Up to Settle A123 Poaching Suit”  
(May 14, 2016)
- ➔ VLP Founding Partner David Goldenberg Quoted in San Jose Mercury News Article “Startups Turn to Crowdfunding”

(Apr 27, 2016)

- ➔ David Goldenberg, Founding Partner of VLP Law Group, authors Daily Journal article “Contracts, and Attorneys, Must Evolve with Software”  
(Apr 22, 2016)
- ➔ David Goldenberg, Founding Partner of VLP Law Group, was recently quoted in the Daily Journal article “Report: High valuations and larger cash flow continue in seed funding for startups”  
(Dec 17, 2015)
- ➔ VLP Founding Partner David Goldenberg authors Inside Counsel article, “Virtual Law Firms and What General Counsel Should Look for When Hiring Them”  
(Dec 2, 2015)
- ➔ VLP Law Group Founding Partner David Goldenberg Quoted The Recorder article “Kleiner Perkins Set to Fight \$16 Million Sex Discrimination Suit”  
(Feb 13, 2015)
- ➔ David Goldenberg, Founding Partner of VLP Law Group was recently quoted in the Daily Journal article “Venture Capital Investments Grow in Size, Shrink in Number”  
(Jan 6, 2015)
- ➔ VLP Partners David Goldenberg and Conrad Everhard Co-Author the article, “How to Get Your Company Acquired” for CFO.com  
(Nov 6, 2014)
- ➔ VLP Partners David Goldenberg and Conrad Everhard Co-Author the article, “Prep Work Is Key for Companies Courting Buyers” for The National Law Journal  
(Nov 3, 2014)
- ➔ VLP Founding Partner David Goldenberg quoted in Daily Journal article “Investment Rules Undergoing Rare Review”  
(Jun 12, 2014)
- ➔ VLP Partners David Goldenberg and Martin Levenslick co-author the article “Acqui-Hire Transactions: Recruitment Mixed with M&A” for Corporate Counsel  
(Mar 31, 2014)
- ➔ VLP Founding Partner David Goldenberg Quoted in The Recorder article “Acqui-hires Take Hold in Valley”  
(Dec 20, 2013)
- ➔ VLP’s David Goldenberg Featured in Law360 Q&A Series  
(May 1, 2013)
- ➔ VLP’s David Goldenberg Featured in the San Francisco Business Times Article “Virtual-before virtual was cool” The San Francisco Business Times  
(Mar 22, 2013)
- ➔ VLP Partners David Goldenberg and Lisa Stone Co-Author Article for The Recorder  
(Mar 1, 2013)

- ➔ Lessons and Benefits of New Models of Legal Practice - David Goldenberg to Present at NALP Education Conference  
(Apr 9, 2012)
- ➔ The Reality of a Virtual Law Firm featuring an interview with David Goldenberg in Peer to Peer Magazine  
(Jun 1, 2010)
- ➔ David Goldenberg Interview with TheCorporateCounsel.net on "Virtual" Law Firms  
(May 17, 2010)

## Blog Posts

- ➔ What to Look for When Considering Seed Financing – A Blog Post by David Goldenberg  
(Oct 12, 2020)
- ➔ Thinking About Risk Management - A Blog Post by David Goldenberg  
(Aug 4, 2020)
- ➔ From Concept to Company - The Covid Edition by David Goldenberg  
(May 21, 2020)
- ➔ Pitfalls to Avoid in Indemnification Clauses in Tech Licensing / SaaS Agreements  
(Jan 20, 2020)
- ➔ How To Protect Your IP As A Business Owner  
(Nov 14, 2019)
- ➔ Preparing for the California Privacy Law and Its Impact  
(Sep 20, 2019)
- ➔ How To Utilize NDAs and DPAs to Your Full Advantage  
(Aug 13, 2019)
- ➔ How to Create an Efficient Merger  
(Jun 19, 2019)
- ➔ Terms of Service for SAAS Companies  
(Mar 27, 2019)
- ➔ Later Stage Financing - Issues to Consider  
(Jan 29, 2019)
- ➔ Five Things to Know About Starting to Trade Internationally  
(Dec 18, 2018)
- ➔ Three Things to Bear in Mind When Hiring Your First Employee  
(Oct 17, 2018)
- ➔ Licensing Your Product - What You Need to Know to Negotiate the Most Favorable Terms for Your Business  
(Aug 28, 2018)
- ➔ What New Businesses Need to Know About Choosing Partners or Acting Alone

(Jul 26, 2018)

- ➔ From Concept to Company: Options for Securing Financing for Your New Business  
(Jun 11, 2018)
- ➔ 5 Important Considerations in Forming a Business Partnership  
(May 29, 2018)
- ➔ Selling Your Business – Fundamentals of Transaction Negotiations  
(Apr 30, 2018)
- ➔ Using Restricted Stock Units as an Employee Incentive  
(Apr 11, 2018)
- ➔ Entrepreneurs: When Is It Time To Call In a Lawyer?  
(Jan 29, 2018)
- ➔ What to Look for When Considering Seed Financing  
(Oct 31, 2017)
- ➔ Key Takeaways from the 2Q 2017 Pitchbook and National Venture Capital Association  
Venture Monitor  
(Oct 17, 2017)
- ➔ DOs and DON'Ts of SaaS Contracts  
(Sep 18, 2017)
- ➔ The Risk of Overfunded Startups  
(Jul 25, 2017)
- ➔ The Benefits of Venture Capital Arms  
(Mar 28, 2017)
- ➔ For Startups, Being Social Counts  
(Mar 23, 2017)
- ➔ Benefits of Venture Capital Investments for Startups  
(Jan 6, 2017)
- ➔ Brexit's Impact on Startups  
(Jul 19, 2016)
- ➔ Protecting Your Company if the Bubble Bursts  
(May 13, 2016)
- ➔ 7 Legal Traps Every Entrepreneur Should Consider When Launching a New Company  
(Mar 3, 2016)
- ➔ Do Lawyers Need Offices Anymore?  
(Dec 18, 2015)
- ➔ David Goldenberg speaks about Trends in VC Financing  
(Apr 14, 2015)
- ➔ Accredited Investor Review  
(Nov 11, 2014)



➔ Acqui-Hire Transactions: Recruitment Mixed with M&A  
(Oct 2, 2014)