FENNEMORE.



KRISANNE S. CUNNINGHAM

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KRISANNE S. CUNNINGHAM

Krisanne S. Cunningham is a Director at Fennemore in our Business & Finance Practice Group, where she advises clients on mergers and acquisitions and complex business and transactional matters.

With more than 25 years of experience, Krisanne serves as lead corporate counsel on sophisticated transactions involving mergers and acquisitions, corporate restructurings, capital raises, tax planning, and strategic growth initiatives. She regularly manages and negotiates transactions valued in the hundreds of millions of dollars, guiding clients through every phase of the transaction, from structuring, due diligence, financing, incentive equity, and documentation to closing and post-closing integration.

Krisanne routinely leads multidisciplinary legal teams that bring together attorneys across corporate, real estate, tax, finance, intellectual property, employment, employee benefits, gaming and regulatory disciplines to efficiently manage complex transactions from inception through closing. Her collaborative approach enables clients to navigate large, multifaceted transactions with a single strategic legal team. She also advises entrepreneurs and emerging companies throughout the business life-cycle, from formation, structuring and early-stage capital raises and equity compensation planning through growth, and successful exit strategies.

Krisanne has substantial experience advising sponsors, developers, investment groups, and privately held companies on raising capital for business ventures and complex acquisitions. She counsels clients on securities offerings, securities law compliance, investment structures, corporate governance, and financing strategies designed to facilitate successful transactions while meeting applicable federal and state securities requirements. Her work includes developing ownership structures, preparing and negotiating investor and governance documents, and helping clients balance business objectives with legal and regulatory considerations.

Recognized for her extensive knowledge of Nevada business entities, Krisanne is a trusted advisor on the formation and governance of Nevada LLCs, corporations, joint ventures, and limited

partnerships. She regularly structures multi-owner entities, negotiates operating, joint venture and stockholder agreements, and advises boards, investors, and executive leadership on fiduciary duties, governance matters, ownership transitions, and strategic decision making.

Representative matters include:

Structuring and negotiating complex mergers and acquisitions, and strategic business transactions valued in the hundreds of millions of dollars

Advising sponsors and investors on capital raises and securities law compliance for complex business and investment transactions

Counseling boards of directors and executive leadership on governance, fiduciary obligations, and strategic corporate matters

Coordinating and leading multidisciplinary legal teams to support complex corporate, finance, tax, and commercial real estate transactions

Krisanne currently serves as Chair of the Tax Section of the State Bar of Nevada and is a member of the Executive Committee of the Business Law Section of the State Bar of Nevada, reflecting her active leadership within Nevada's legal community.

Krisanne earned her J.D. from the University of Virginia School of Law, where she received the Madeleine and Roger Traynor Award and served as Editor-in-Chief of the Virginia Tax Review. She also earned an LL.M. in Taxation from Georgetown University Law Center, graduating With Distinction and was recognized as a Graduate Tax Scholar. She began her legal career in Washington, DC at WilmerHale, where she represented Fortune 500 companies and major nonprofit organizations in complex corporate and tax matters.

Krisanne is consistently recognized for her work in corporate and transactional law. She is ranked in Chambers USA (Corporate/Commercial), holds an AV Preeminent Peer Review rating from Martindale-Hubbell (5.0 out of 5.0), and is a Fellow of the American Bar Foundation. She has been named one of the Top 50 Women Lawyers in the Mountain States by Super Lawyers and has received the "2026 Lawyer of the Year" award in Mergers & Acquisitions in Las Vegas from Best Lawyers of America, with additional recognition in Corporate Law, Mergers & Acquisitions, Business Organizations, and Securities Law. Krisanne has also been named to Nevada's Top Rank by Nevada Business Magazine since 2013, based on peer voting.

She is licensed to practice law in Nevada, Virginia, the District of Columbia, and Georgia.

EDUCATION

J.D., University of Virginia School of Law

LL.M, Taxation, Georgetown Law Center, with Distinction

B.B.A., University of Notre Dame, *summa cum laude*

AREAS OF PRACTICE

Business & Finance

Mergers & Acquisitions

Emerging Businesses & Technologies

General Counsel Services

Automotive Dealership

AWARDS AND HONORS

Martindale-Hubbell,® AV Preeminent Peer Rating (5.0 out of 5.0)

Chambers USA,® Corporate/Commercial Law: Nevada, 2021-2026

Mountain States Super Lawyers,® Top 50 Women, 2024-2026

Mountain States Super Lawyers,® Top 100 Attorneys, 2024-2026

Mountain States Super Lawyers,® Mergers and Acquisitions, 2019-2026

Best Lawyers of America® "Lawyer of Year" Award, Mergers & Acquisitions, 2026

Best Lawyers of America,® Corporate Law, Mergers & Acquisitions, Business Organizations, and Securities Law 2020-2027

Nevada Top Rank (formerly Nevada Legal Elite), Nevada Business Magazine, 2013-2025, Top Vote-getter in Southern Nevada, 2016

Avvo 10.0 Rating (out of 10.0)

ARTICLES AND PRESENTATIONS

Author, "QSBS: A Powerful Tax Benefit for Founders and Investors," *Nevada Business Magazine,* October 2026

Co-Author, *Nevada Corporate M&A 2026 Guide,* Chambers Global, 2026

Co-Author, "Different By Default: Nevada's Business Law Prioritizes Clarity & Efficiency," Nevada Lawyer, August 2026

Author, "Legal MSOs: A New Capital and Management Model," Nevada Lawyer, August, 2026

Contributor/Interviewee, "How to Buy (or Sell) a Business in Nevada," Nevada Business Magazine, August, 2026

Co-Author, "Maximizing Tax Efficiency: The Power of F Reorganizations in M&A Deals," Nevada Lawyer, December 2025

Co-Author, "Paving the Way for a Successful M&A Deal," Nevada Business Magazine, October 2025

Author, "Mergers & Acquisitions as a Niche Area of Law," Nevada Lawyer, July 2025

Author, "Working Capital Adjustments in M&A Transactions," Nevada Business Magazine, October 2024

Author, "M&A Transactions: Sandbagging Provisions Explained," Nevada Business Magazine, October 2023

Author, "This Is More Complicated Than I Thought: Breaking Down the M&A Process," Nevada Business Magazine, October 2022

Author, "M & A Deals: Tax Considerations of Equity vs. Asset Sales," Nevada Business Magazine, October 2021

Author, "A Summary of Common Tax – Favorable Types of Incentive Equity: Corporations and Partnerships/LLCs," Nevada Lawyer, December 2021

Author, "Letters of Intent: The Foundation/Cornerstone of a Deal," Nevada Business Magazine, October 2019

Author, "Tax Considerations with Multi-Member LLCs," Nevada Lawyer, April 2016

Author, "Tax-Exempt Organizations and Joint Ventures," Nevada Lawyer, April 2016

Co-Speaker, "Nevada LLCs," National Business Institute, Las Vegas, NV

Co-Speaker, "Tax Planning and Section 1031 Exchanges," Nevada Society of CPAs

PROFESSIONAL AND COMMUNITY ACTIVITIES

Fellow, American Bar Foundation

Chair of Tax Section, State of Nevada Bar

Executive Committee, Business Law Section, State of Nevada Bar

Member, President's Club, Metro Chamber of Commerce

Member, Executive Women's Council, Metro Chamber of Commerce

Member, USO Intermountain Advisory Board

Member, Leadership Council, University of Notre Dame Hesburgh Women of Impact

Member, Advisory Board, Association for Corporate Growth (ACG) Las Vegas

Member, Las Vegas Global Economic Alliance

Member, Hope Means Nevada Board of Directors

American Bar Association, Business Law Section, M&A Subcommittee

ADMISSIONS

Nevada

Virginia

District of Columbia

Georgia