



## Mark T. Hiraide

Partner



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### legal expertise

Mark T. Hiraide works in the highly specialized and complex area of the law having to do with business finance and raising capital. He represents entrepreneurs, startups, publicly traded companies, directors and officers, broker-dealers, investment bankers, investment advisers and accountants in civil litigation relating to securities offerings, mergers and acquisitions, and investment management. He counsels public exchange-listed and private companies and their boards of directors, including special committees and senior management, on issues including corporate governance, discharge of fiduciary duties, internal investigations and Securities and Exchange Commission compliance. He represents companies in transactions including securities private placements and public offerings. And he defends parties in civil litigation, government regulatory investigations and enforcement proceedings, and represents defrauded investors.

He is an authority on the Jumpstart Our Business Startups (JOBS) Act of 2012. Mr. Hiraide testified before a U.S. Senate subcommittee looking into the law designed to help startups raise money. He is the author of a book on crowdfunding just published by Thomson Reuters. And he is working with the California Legislature to pass a state crowdfunding law he drafted.

Mr. Hiraide offers unique insight and perspective to his clients because of his former position as an SEC attorney and because he has handled both business transactions and courtroom litigation during his three decades as a corporate and securities lawyer.

### representative matters

#### Capital Markets

Serves as issuer's counsel in early-stage and IPO securities offerings in fin-tech, biotech, and consumer-products industries.

### practice areas

corporate & business transactions

capital markets & securities

corporate governance

crowdfunding

crypto assets & blockchain technology

early-stage private company financing

exchange act compliance & regulatory reporting

specialties

start 'n knupp

### admissions

California

### education

University of Southern California Gould School of Law, J.D. 1984

University of California, Berkeley, B.A. in Economics 1981, *with honors*

### other career experience

- Mr. Hiraide began his career as an attorney for the U.S. Securities and

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Notable transactions:

- Issuers counsel in several Nasdaq IPOs.
- Conducted "equity crowdfunding" offerings under Regulation A and Regulation CF.
- Counseled cryptocurrency companies in complying with federal and state securities laws in conducting token offerings.

### **M&A**

Counsels boards of directors in discharging their fiduciary duties to shareholders.

Notable cases:

- Represented a publicly traded Taiwanese corporation in its purchase of a Nasdaq-listed distributor of value-added, semi-finished aluminum and steel products. The acquisition was a finalist for The M&A Advisor Deal of the Year Award (2017) in the categories of Materials Deal of the Year and Cross Border Deal of the Year (\$50MM - \$100MM).
- Successfully defended directors and officers in shareholder derivative lawsuits in federal and state courts.
- Counseled special committees in conducting investigations of management wrongdoing.
- Prevailed in a trial-like hearing before the California Department of Business Oversight to obtain a permit for a non-consensual cash-out of a minority shareholder.

Exchange Commission for eight years, after working for two years as an associate attorney in a Los Angeles law firm. He headed an Enforcement Branch in the SEC's Los Angeles Regional Office, and later was appointed by the United States Attorney's Office as a Special Assistant United States Attorney to prosecute a major criminal securities fraud case. He completed his career at the SEC as an Attorney-Advisor in the SEC's Division of Corporation Finance in Washington, D.C. and joined Lee Petillon in private practice in 1994, where they later formed the securities-law boutique Petillon Hiraide LLP.

- In law school, he received a Merit Scholarship and served as a judicial extern to Justice Cruz Reynoso of the California Supreme Court and to the Honorable Robert M. Takasugi of the United States District Court, Central District of California.

### **Government Defense and Securities Litigation**

Serves as defense counsel in Securities and Exchange Commission and Financial Industry Regulatory Authority investigations. Mr. Hiraide has helped several companies, their officers and directors, broker-dealers and investment advisers avoid civil action by the SEC and FINRA.

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Notable cases:

- Negotiated a successful resolution with the U.S. Attorney's Office in a high profile insider trading case, including shielding his client from a criminal indictment. Mr. Hiraide's client was the only witness in the case to escape having to enter a guilty plea as part of his agreement to testify against a company representing a collection of hedge funds accused of gathering inside information about a major Silicon Valley firm.
- Prevailed on a motion for summary judgment in federal court representing a real estate developer in a tenant-in-common investment syndication by establishing that the investments were not "securities."
- Served as a defense expert witness in legal malpractice cases against securities lawyers. In a case against a partner of a national law firm, Mr. Hiraide testified as to the standard of care of securities lawyers in representing a company engaged in a going-private transaction.
- Served as a plaintiff's expert witness testifying on behalf of defrauded institutional and individual investors. Mr. Hiraide has testified about disclosures required by the securities laws in a private placement of securities, fiduciary duties of officers and directors and duties of broker-dealers to their customers.

## honors & awards

- "Los Angeles Elite - Corporate and M&A," *Legal 500* (2026)

## professional, business and civic affiliations

- Senior Legal Director & Policy Counsel, Investor Choice Advocates Network (ICAN)
- Member, Association for Corporate Growth (ACG) DEI Advisory Committee
- Los Angeles County Bar Association Board of Trustees, Trustee At-Large
- Los Angeles County Bar Association, Chair of the Executive Committee of the Business Law Section (2020-2021)
- California State University Dominguez Hills (CSUDH) Innovation Incubator, Chair, Advisory Board
- Small Business California, Member of the Board of Directors
- South Bay Entrepreneurial Center, Member of the Board of Directors

## headlines

MSK Partners Recognized in *Legal 500's* Inaugural "LA Elite City" List  
*Legal 500*, January 21, 2026

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Mark Hiraide joins Investor Choice Advocates Network (ICAN) as Senior Legal Director & Policy Counsel  
April 16, 2025

Mark Hiraide Elected to the Los Angeles County Bar Association Board of Trustees  
July 1, 2021

Mark Hiraide Elected as Chair of LACBA Business Law Section  
June 4, 2020

MSK Clients Inpixon and Sysorex Announce Successful Completion of Spin-off  
September 7, 2018

MSK Represents StockCross Financial Services, Inc. in Sale of Shares to tZERO  
February 15, 2018

MSK Announced as M&A Advisor Award Finalist for 2017  
September 18, 2017

MSK Client Ta Chen Acquires Empire Resources  
May 11, 2017

Court SLAPP's Down Appeal in Favor of MSK Client  
September 21, 2016

## media mentions

Mark Hiraide Quoted in *Law360* Discussing SEC Crypto Lawsuits  
January 4, 2024

Mark Hiraide Quoted in *Blockworks*  
August 21, 2023

Mark Hiraide Featured in *Law360*  
August 1, 2023

Mark Hiraide Quoted in *Blockworks*  
August 1, 2023

Mark Hiraide Quoted in *Forbes*  
May 12, 2022

MSK Partner Mark Hiraide Discusses AB 511 in *The Daily Journal*  
November 2, 2021



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Mark Hiraide Quoted in *LA Times*  
May 25, 2018

Nimish Patel and Mark Hiraide Featured in Digital LA's ICO Summit Recap  
March 28, 2018

Mark Hiraide Quoted in *LA Times* on EB-5 Program  
July 29, 2016

David Gordon, Jean Nogues, John Durrant and Mark Hiraide Mentioned in *Law360*  
June 27, 2016

Mark Hiraide Quoted on *Indiewire* on Equity Crowdfunding for Filmmakers  
May 17, 2016

Mark Hiraide Quoted in *Los Angeles Times* on Crowdfunding  
May 16, 2016

David Gordon, Jaclyn Grodin and Mark Hiraide Mentioned in *Law360*  
April 21, 2016

Mark Hiraide Mentioned in *The Daily Journal*, *The Recorder* and *The Deal*  
April 2016

## publications

MSK Partner Mark Hiraide co-authored a comment letter to the California Department of Financial Protection and Innovation regarding the regulation of crypto asset-related financial products and services  
August 29, 2022

Blockchain: Here's What You Need To Know...  
*The Biederman Blog*, December 17, 2018

Ready Capital (Part 2)  
*Los Angeles Lawyer*, February 2017

Ready Capital (Part 1)  
*Los Angeles Lawyer*, December 2016

Crowdfunding: Practical Guide on the SEC's FINAL Rules for Raising Capital  
*Thomson Reuters*, February 2016

Representing Start-Up Companies  
*Thomson Reuters*, 2015

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State Bar of California's 2005 Opinions Report: Legal Opinions in Business Transactions  
2005

Editorial committee member for the *Guide to California Securities Practice* and *Handbook for Incorporation of a Business in California* published by the Corporations Committee of the State Bar's Business Law Section.

## client alerts

House Passes INVEST Act of 2025  
*MSK Client Alert*, December 12, 2025

Understanding the Corporate Transparency Act  
*MSK Client Alert*, December 2, 2024

Corporate Transparency Act Goes Effective January 1, 2024  
*MSK Client Alert*, November 28, 2023

\$12 Million Judgment Against Celebrity Endorser for Role in Cryptocurrency ICO  
*MSK Client Alert*, June 28, 2021

Proposed Rule Provides More Access to Capital for Businesses by Exempting Certain "Finders" from SEC  
Registration  
*MSK Client Alert*, October 28, 2020

SEC Offers an Elixir for Small Businesses Feeling the Financial Effects of COVID-19  
*MSK Client Alert*, May 5, 2020

SEC Proposes Rule Changes That Will Enable Entrepreneurs to Raise More Capital at Lower Costs  
*MSK Client Alert*, March 6, 2020

SEC Commissioner Hester Peirce's Provocative Crypto Proposal  
*MSK Client Alert*, February 11, 2020

SEC Issues First Cryptocurrency No-Action Letter – Where's the Action?  
*MSK Client Alert*, April 8, 2019

New Federal Act Amending Dodd-Frank Also Seeks to Help Startups  
*MSK Client Alert*, June 2018

Steps to Take Now to Avoid the EB-5 Dragnet  
November 10, 2016

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## events & speaking engagements

Federal Relief for Wildfire Victims: A Conversation with the Small Business Administration and Federal Emergency Management Agency

February 7, 2025

Financing Challenges for Small and Medium Size Companies

October 17, 2024

Startup Law Initiative: Governance

June 17, 2024

Webinar: The Corporate Transparency Act (CTA) Has Been Declared Unconstitutional. What's Next?

March 8, 2024

Black and Brown Pitch Contest & Equity Crowd Funding Seminar

February 22, 2023

"Business Law Essentials – Securities Law Compliance in Capital Raising by Early Stage and Other Private Businesses," CLE presentation at the American Bar Association Business Law Section Annual Meeting

September 16, 2022

Global Diversity and Investment Summit

October 22, 2021

A Conversation with Mark Hiraide on Equity Crowdfunding

January 28, 2021

Esports Operational Pitfalls

January 21, 2020

Santa Barbara Blockchain Summit

November 23, 2019

Opportunity Zones & Securities

November 14, 2019

Equity Crowdfunding for Entrepreneurs

May 3, 2019

Lawyering for the Cannabis Industry

February 28, 2019

The Innovation Summit

June 13, 2018

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Initial Coin Offering (LACBA)

April 25, 2018

ICO Summit

March 27, 2018

SBEC Access to Capital 2017

November 8, 2017

Raising Capital for Small and Medium-Sized Businesses

October 20, 2017

Local Investing Leaders Share Advice: What's Working, What's Needed, What's Next

September 11, 2017

Access to Capital Forum & Fast Pitch Competition

September 7, 2017

Capital Formation and SEC Rulemaking

June 21, 2017

Beach Bootcamp Part 2

April 21, 2017

TechDay NY: Start Smart, Lead with Legal

April 18, 2017

Shaking Up Wall Street: Redefining Securities Distribution Through Crowdfinance

November 11, 2016

Thirsty for Funds? Using Credits, Grants & Other Vehicles to Finance Production

October 20, 2016

Cal Society of CPAs: Hollywood/Beverly Hills

June 17, 2016

Crowdfunding Trends in 2016

May 18, 2016

Key Provisions of the JOBS Act

March 11, 2016

Beverly Hills Bar Association – Crowdfunding and Other Startup and Early-Stage Financing Techniques

March 3, 2016

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Financial Executive's Networking Group-- Crowdfunding and Other Startup and Early-Stage Financing Techniques  
March 3, 2016

BABC LA Silicon Beach Breakfast: Crowdfunding  
February 25, 2016

Crowdfunding & Other Financing Techniques for Startups  
February 19, 2016

Prediction on the Future of Crowdfunding  
February 4, 2016

The JOBS Act – A Comprehensive Update

Expert Presence: Raising Start-Up Capital  
January 7, 2016

From Kickstarter Campaigns and Beyond: Representing the Tech Company in Crowd-Sourcing, Private Equity and M&A Transactions  
2014

Presented a bill to legalize equity crowdfunding in California  
June 2014

Presented bill to legalize equity crowdfunding in California  
June 2014

Startups and the Crowd: Perspectives on the Future of Crowdfunding  
May 2014

Examining Investor Risks in Capital Raising  
December 2011

How To Series in California Securities Law  
November 2011

Securities Issues Affecting Small Businesses  
November 2011

Top Issues in International M&A  
September 2011

Protecting Your Deal  
June 2011

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Broads on Boards

June 2011

2011 What's New on the Horizon: Hot Topics in Corporate Law

May 2011

Recent Developments in SEC and DOJ Efforts to Combat Fraud: Whistleblowers, Wiretaps and the FCPA

March 2011

Impact of the Dodd-Frank Financial Reform Act on Broker-Dealer Regulation and Regulation of Investment

Advisers: Regulation of Advisers to Private Equity Funds, Venture Capital Funds and Hedge Funds

February 2011

Presented bill to legalize equity crowdfunding in California

June 2006