



Ryan M. Tharp

Partner

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Practice Areas

Private Equity & Venture

Closely Held Business
Transactions

Corporate Law

Mergers & Acquisitions

Private Funds &
Investment Partnerships

Startups & Emerging
Businesses

Venture

Bar Memberships

Colorado

Wyoming

Ryan advises entrepreneurs, investors, and business leaders on the legal and strategic aspects of building and scaling companies. His practice spans the full company lifecycle—from formation and financing to growth, operations, and exit—and includes representing angel investors, venture capital funds, and other investors in private company transactions.

Ryan regularly counsels startups and emerging companies on entity formation, founder agreements, equity compensation, and fundraising through SAFEs, convertible notes, and priced equity rounds. As outside general counsel, he supports clients with commercial contracts, joint ventures, technology transactions, and protecting intellectual property and trade secrets.

In addition to his company-side work, Ryan advises investors and venture capital funds on fund formation, investments, and governance. He brings a practical understanding of market terms and deal dynamics, helping investors structure transactions that align with their strategic goals.

Ryan works with clients in industries including technology, software, manufacturing, and professional services. Regardless of the sector or stage, he views his role as a strategic partner invested in each client's success. His deep experience in partnership and corporate tax, M&A, private placements, corporate governance, and commercial matters allows him to provide comprehensive, business-focused legal guidance across a wide range of transactions.

He also maintains a regulatory practice in public safety communications, representing local 911 authorities before the

Colorado Public Utilities Commission and the Federal Communications Commission.

Other Info About Ryan

Experience

Venture Capital & Investor Representation

Represent angel investors, seed funds, and venture capital firms in structuring and negotiating investments in early-stage and growth-stage companies.

Advise venture capital funds on formation, compliance, governance, and portfolio management strategy.

Advise emerging fund managers on formation and structuring of venture capital and investment funds, including regulatory compliance and investor relations.

Draft and negotiate fund documents tailored to investor base, investment thesis, and sponsor objectives.

Startup & Emerging Company Counsel

Counsel founders and startup teams on entity formation, founder equity and governance, and early-stage capitalization strategies.

Guide clients through fundraising using SAFEs, convertible notes, and priced equity rounds.

Serve as outside general counsel to technology and professional services companies, handling commercial agreements, joint ventures, and day-to-day legal strategy.

Mergers & Acquisitions

Represent buyers and sellers in stock and asset acquisitions, including founder-led exits and strategic acquisitions by operating companies.

Lead clients through due diligence, structuring, and negotiation, balancing tax efficiency, risk mitigation, and business goals.

Corporate Governance & Strategic Transactions

Counsel closely held businesses and boards on governance matters, ownership transitions, and fiduciary responsibilities.

Develop and implement equity compensation plans, including stock option and profits interest programs, aligned with company growth objectives.

Education

University of Colorado Law School, J.D., 2013

University of Colorado, Denver, M.B.A., 2021

University of Colorado, Denver, M.S., Taxation, 2022

University of Colorado, Boulder, B.A., English Literature, 2007

Recognition

Selected for inclusion in 5280 Magazine's *Top Lawyers*, Mergers and Acquisitions 2025

Selected for inclusion in *Colorado Rising Stars*®, Business/Corporate Law

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