

## Former SEC Senior Special Counsels Brown and Zepralka Join Cross at WilmerHale

2013-04-08

WilmerHale is pleased to announce that [Lillian Brown](#) and [Jennifer Zepralka](#) have joined the firm as partners in its Washington DC office. Both Brown and Zepralka join from the Securities and Exchange Commission (SEC) where they worked closely with WilmerHale Partner [Meredith Cross](#) during her tenure as Director of the Division of Corporation Finance—Cross rejoined WilmerHale earlier this year. They bring with them significant experience in the areas of public company counseling, securities offerings, merger and tender offer regulation, corporate governance and compliance, and SEC reporting, including a thorough knowledge of the Dodd-Frank Wall Street Reform and Consumer Protection Act (Dodd-Frank Act) and the Jumpstart our Business Startups (JOBS) Act.

“We are very pleased to welcome Lily and Jennifer to WilmerHale. Each arrives with her own distinct strengths that will greatly enhance our team’s public company counseling, crisis management and securities law expertise,” said [Susan Murley](#), co-managing partner of WilmerHale.

“Lily and Jennifer have a deep understanding of the complex regulatory and legal intricacies that face public companies today,” added Cross. “In addition to running significant projects on their own, they worked closely with me for the last several years on some of the most difficult policy issues faced by the SEC in the wake of the financial crisis. They will provide valuable insight into many recent and upcoming rule changes that are of significant interest to public companies, financial institutions and entrepreneurs alike. Adding Lily and Jennifer to our group will allow us to provide exceptional depth and breadth in our SEC corporate finance practice.”

Brown served as Senior Special Counsel to the Director of the Division of Corporation Finance since 2005, working directly for each of the last three Directors, in addition to the current Acting Director. Between 2002 and 2005, Brown was Special Counsel in the Office of Mergers and Acquisitions, and was an Attorney Advisor in Disclosure Operations in the Division of Corporation Finance from 1999 to 2002.

In her most recent role, Brown advised the Division Director and others at the Commission on significant technical and policy matters in connection with the Division’s administration of the federal securities laws. She has supervised and participated in several cross-Division rulemakings

and other projects and was significant in facilitating communications between the Division's senior staff and the SEC Commissioners. In addition to her knowledge of the Division's program and the workings of the Commission, she has special expertise in securities laws relevant to corporate governance and mergers and acquisitions activities, and has been influential in rulemaking and interpretations in those areas, among others. She also worked closely with the Director and others on legislative and other intergovernmental matters, playing key roles in implementing the Dodd-Frank Act and the JOBS Act.

Brown is a 1999 graduate of the University of Southern California Gould School of Law and received her BA from Mills College.

Zepralka joined the Division of Corporation Finance in 2009 as the Linda C. Quinn Attorney Fellow and served as a Senior Special Counsel to the Director of the Division of Corporation Finance. In that role, Zepralka advised the Division Director and others at the Commission on a wide range of policy and technical matters, including rulemaking, legislative proposals, registrant issues and interpretations of federal securities laws and regulations. She prepared testimony and briefing materials for congressional hearings and provided technical advice on legislative matters. During her tenure at the Commission, Zepralka was critical to the implementation of both the Dodd-Frank Act and the JOBS Act. She also has considerable experience working with the Office of Small Business Policy and the SEC Advisory Committee on Small and Emerging Companies.

Prior to joining the SEC, Zepralka was at WilmerHale since 2002, working with Cross and others on complex corporate finance securities law matters. She previously was an associate in the US Capital Markets Group at another international law firm.

Zepralka is a 2001 graduate from the University of Pennsylvania Law School and received her AB from Dartmouth College.