



## *Lillian Brown*

### **PARTNER**

Co-Chair, Corporate Governance and Disclosure Group

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Lillian Brown is a partner in the Transactional and Securities Departments and Co-Chair of the Corporate Governance and Disclosure Group in the Corporate Practice Group. Ms. Brown advises clients, including public companies and their boards, on federal securities law compliance and corporate governance matters. She has extensive experience in SEC reporting and disclosure requirements, proxy and annual meeting matters, shareholder activism and engagement, shareholder proposals, and ESG matters. Ms. Brown works with a diverse range of companies, from Fortune 500 to private companies, spanning multiple industries including financial services and FinTech, technology, entertainment, consumer products, defense, biotechnology and retail. Prior to joining the firm in 2013, Ms. Brown spent nearly 14 years at the Securities and Exchange Commission (SEC) in the Division of Corporation Finance. In her time at the SEC, among other roles, Ms. Brown served as Senior Special Counsel to the Director of the Division of Corporation Finance and Special Counsel in the Office of Mergers and Acquisitions.

### *Professional Activities and Community Involvement*

Ms. Brown serves as Vice-Chair of the American Bar Association's Federal Regulation of Securities Committee and previously served as Chair of the Committee's Subcommittee on Proxy Statements and Business Combinations. Ms. Brown co-chairs PLI's Corporate Governance Master Class and PLI's Directors' Institute on Corporate Governance. She is also an Advisory Board member for the Securities Regulation Institute and a Fellow in the American College of Governance Counsel. Additionally, she serves on the Editorial Advisory Board of *Insights: The Corporate & Securities Law Advisor*. Ms. Brown previously served as an elected member on the DC Bar's Corporation, Finance and Securities Law Steering Committee from 2014-2017 and as a member of the NASDAQ Hearings Panel from 2013-2017. Ms. Brown also served as a member of the Capitol Hill Day School Board of Trustees in a number of positions from 2011–2020, most recently as Chair from 2017–2020.

Ms. Brown is a frequent speaker and author on corporate governance and SEC reporting and disclosure-related topics.

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## ***Solutions***

Artificial Intelligence

Corporate Governance and Disclosure

Environmental, Social and Corporate Governance (ESG)

Mergers and Acquisitions

Technology

Blockchain and Cryptocurrency

Emerging Company and Venture Capital

FinTech

Securities Enforcement

Capital Markets

Energy, Environment and Natural Resources

Life Sciences

Securities Litigation

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## ***Experience***

### **PUBLIC COMPANIES**

Drawing from her experience at the SEC, Ms. Brown counsels public company clients on new and evolving disclosure requirements and governance trends and developments, including providing practical and strategic advice to the senior management and boards of directors of these companies.

### **FINTECH AND CRYPTOCURRENCY**

Ms. Brown counsels early-stage and public companies in the FinTech industry, with particular focus on issues around the regulation of cryptocurrency.

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## ***Recognition***

- Selected by peers for inclusion in *Best Lawyers in America* for corporate governance law (2023–2024).
- Recognized in the 2020–2023 editions of *Chambers USA Guide* as a nationwide leader in the Securities: Regulation: Advisory category.
- Recommended in the 2017–2018 editions of *The Legal 500 United States* for M&A/Corporate and Commercial: Corporate Governance.
- Recipient of the SEC's 2010, 2006 and 2003 Law and Policy Award and the 2007 Paul R. Carey Award.
- Named to the Lawdragon 500 Leading Dealmakers in America list.

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## Credentials

### EDUCATION

JD, University of Southern  
California Gould School of Law,  
1999

BA, Political, Legal & Economic  
Analysis, Mills College, 1994

### ADMISSIONS

District of Columbia  
California

### GOVERNMENT EXPERIENCE

Securities and Exchange  
Commission

Division of Corporation  
Finance

*Senior Special Counsel to the  
Director*

Securities and Exchange  
Commission

Division of Corporation  
Finance

*Special Counsel, Office of  
Mergers and Acquisitions*

Securities and Exchange  
Commission

Division of Corporation  
Finance

*Attorney Advisor, Disclosure  
Operations*