



Kimberley S. Drexler

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Kimberley S. Drexler is a member of the Corporate Governance and Board Advisory Practice. Ms. Drexler has also spent significant time serving on the staff of the U.S. Securities and Exchange Commission in various capacities. Her current practice primarily involves counseling companies with regard to their ongoing SEC disclosure, financial reporting and compliance obligations, including preparing for and responding to cybersecurity incidents, as well as advising on a wide variety of matters critical to her clients relating to corporate governance, internal controls and auditor independence. She also provides advice with regard to the SEC's disclosure requirements and the implications of the securities laws for complex corporate transactions.

Ms. Drexler returned to Cravath in 2007 as a senior attorney after serving as the Senior Advisor to the Director of the Division of Corporation Finance at the SEC from 2006 to 2007. During this period, she worked on a wide range

of matters within the Division, spending considerable time on the SEC's executive compensation disclosure rules and on the Commission's efforts to improve the implementation of Section 404 of the Sarbanes-Oxley Act of 2002, for which she received the Commission's Law & Policy Award in 2007. She also worked on various other financial reporting issues and on international matters, including the Commission's consideration of International Financial Reporting Standards (IFRS), as well as assisting with the Division's efforts to update its interpretive guidance and to improve the transparency of the resources the Division provides to the public.

Ms. Drexler had previously served at the SEC in the Office of the General Counsel from 2000 to 2003, where she was a Senior Counsel and worked on a wide variety of Commission projects concerning financial reporting, including non-GAAP financial measures, the increasing role of technology in the securities markets, and various other issues related to public company disclosures and capital raising. She served on the General Counsel's team that advised on rulemakings under the Sarbanes-Oxley Act, and she was awarded the Chairman's Award for Excellence in conjunction with her work on the Commission's auditor independence initiatives.

Ms. Drexler is actively involved with the national securities bar. From 2012 to 2015, she served as a Vice Chair of the Federal Regulation of Securities Committee of the Business Law Section of the American Bar Association. In August of 2017, Ms. Drexler was appointed by the President of the ABA to a three-year term as a member of the National Conference of Lawyers and CPAs. She also served as the chair of the Public Company Reporting and Compliance Subcommittee (within the ABA's Fed Reg Committee) from 2017 through 2021. Ms. Drexler is a Fellow of the American Bar Foundation.

Ms. Drexler has been recognized as a leading lawyer in securities regulation by *Chambers USA* and as among the "500 Leading Global Cyber Lawyers" by *Lawdragon*.

Ms. Drexler received a B.A. with highest distinction from the University of Virginia in 1993, where she was an Echols Scholar and was elected to Phi Beta Kappa, and a J.D. from Yale Law School in 1997, where she was a Coker Fellow and Managing Editor of the *Yale Law & Policy Review*.

Ms. Drexler joined Cravath in 1998, leaving for the SEC in 2000. She also worked at Cravath from 2004 to 2006. Ms. Drexler was elected a partner in 2022.

EDUCATION

- J.D., 1997, Yale Law School
Coker Fellow
- B.A., 1993, University of Virginia
Highest Distinction, Echols Scholar, Phi Beta Kappa

CLERKSHIPS

- Hon. Victoria Lederberg, Rhode Island Supreme Court

ADMITTED IN

- New York

PROFESSIONAL AFFILIATIONS

American Bar Association

- Federal Regulation of Securities Committee
- Corporate Governance Committee
- Law and Accounting Committee

American Bar Foundation

- Fellow

RANKINGS

Chambers USA

- Securities Regulation: Advisory - Nationwide (2024, 2023)

Lawdragon

- 500 Leading Global Cyber Lawyers (2024)

Law & Policy Award, U.S. Securities and Exchange Commission, 2007

Chairman's Award for Excellence, U.S. Securities and Exchange Commission, 2000