

# Aaron K. Briggs

Partner

[abriggs@gibsondunn.com](mailto:abriggs@gibsondunn.com)

T: +1 415.393.8297

San Francisco

Aaron Briggs is a partner in Gibson Dunn's San Francisco, CA office, where he works in the firm's securities regulation and corporate governance practice group. Mr. Briggs' practice focuses on advising public companies of all sizes (from pre-IPO to mega-cap), with a focus on technology and life sciences companies, on a wide range of securities and governance matters, including:

- **SEC compliance matters**, including Exchange Act reporting, Securities Act registration issues, earnings releases and investor presentations, financial reporting and internal/disclosure control issues, securities law compliance (e.g., Section 16, Reg FD, Reg G, insider trading), auditor issues
- **Corporate governance matters**, including compliance with state corporate laws and NYSE/Nasdaq requirements, board/committee operations effectiveness, board evaluations, board composition and diversity, independence issues, fiduciary duties
- **ESG and sustainability matters**, including disclosure, alignment with TCFD/SASB/integrated reporting frameworks, program development, engagement with ratings agencies and other stakeholders, risk and liability management, board oversight
- **Investor engagement matters**, including disclosure usability and proxy/10-K redesigns, investor and proxy advisory firm expectations and engagement, shareholder communication effectiveness
- **Annual meeting matters**, including proxy statement compliance and effectiveness, proxy timeline and supplier management, proxy solicitation issues and effectiveness, meeting conduct best practices and issues, virtual meeting implementation
- **Shareholder activism matters**, including dealing with shareholder proposals, vote-no campaigns, adverse proxy advisor vote recommendations, hedge fund activism
- **Executive compensation matters**, including best practices, board oversight and governance, CD&A and other disclosures, SEC registration issues, investor expectations

## In-House Experience

Before rejoining Gibson Dunn, Mr. Briggs served for five years as Executive Counsel - Corporate, Securities & Finance, at General Electric Company. His in-house experience—which included responsibility for SEC reporting and compliance, board governance, proxy and annual meeting, investor outreach and executive compensation matters, and included driving GE's revamp of its full suite of investor communications (proxy statement, 10-K, earnings releases, and integrated report)—provides a unique insight and practical perspective on the issues that his clients face every day.



## Capabilities

Securities Regulation and Corporate Governance

Capital Markets

Cleantech

Environmental, Social, and Governance (ESG)

Executive Compensation and Employee Benefits

Life Sciences

## Credentials

### Education

University of Chicago - 2007 Juris Doctor

University of Notre Dame - 2004 Bachelor of Arts

### Admissions

California Bar

## Awards and Accolades

In 2023, Mr. Briggs was elected a Fellow of the American College of Governance Counsel, an organization of leading corporate governance lawyers from the US and Canada, and was inducted into the *Governance Intelligence* Hall of Fame. In 2016, *Corporate Secretary Magazine* named Mr. Briggs Governance Professional of the Year. Mr. Briggs' work has also been recognized by Financial Executives International, ReportWatch, Sustainability Investment Leadership Council, and TheCorporateCounsel.net.

## External Affiliations

Mr. Briggs serves as Co-Chair of the Certified Corporate Governance Professional Oversight Commission for the Society for Corporate Governance, is a member of the planning committee for the Society for Corporate Governance's 2025 National Conference and has been named a Transparency Advocate by RealTransparentDisclosure.com.

## Selected Publications and Speaking Engagements

Mr. Briggs is a frequent speaker on governance, proxy and securities disclosure panels:

- **"Proxy Disclosure Effectiveness"** chapter in *A Practical Guide to SEC and Proxy Compensation Rules* (co-author)
- **IPO & Public Company Readiness: Corporate Governance & ESG Considerations**, Gibson, Dunn & Crutcher Capital Markets Client Webcast Series, Virtual (November 2024)
- **Lost at Sea? Navigating the Evolving ESG & Climate Disclosure Landscape**, ABA SEER Fall Conference, Seattle (October 2024)
- **The Growing Company - Charting Your Course from Small/Mid-Cap to Large Cap**, Society for Corporate Governance National Conference, Washington DC (July 2024)
- **SEC Up Close**, Gibson, Dunn & Crutcher Client Event, San Francisco (June 2024)
- **Hot Button Issues for Public Companies**, CPE's SEC Conference, Virtual (May 2024)
- **SEC Rulemaking & Getting Ready for the Annual Reporting Season**, Gibson, Dunn & Crutcher MCLE Blitz, Virtual (January 2024)
- **Key Considerations for Your 2024 Proxy Statement**, Gibson, Dunn & Crutcher Securities Regulation Client Webcast Series, Virtual (December 2023)
- **SEC Rulemaking Developments**, Society for Corporate Governance Essentials+ Conference, Minneapolis (October 2023)
- **Hot Button Issues for Public Companies**, CPE's SEC Conference, Virtual (August 2023)
- **Update on Management's Discussion & Analysis**, PLI's SEC Institute, San Francisco (June 2023)
- **ESG Opportunities & Pitfalls**, Gibson, Dunn & Crutcher MCLE Blitz, Virtual (January 2023)
- **Key Considerations for Your 2023 Proxy Statement**, Gibson, Dunn & Crutcher Securities Regulation Client Webcast Series, Virtual (December 2022)
- **Key SEC Developments and Hot Button Issues for Public Companies**, CPE's SEC Conference, Virtual (December 2022)
- **The Role of ESG in Capital Markets**, Gibson, Dunn & Crutcher Capital Markets Client Webcast Series, Virtual (May 2022)
- **Understanding the SEC Rule Proposal on Climate Change Disclosure**,

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Gibson, Dunn & Crutcher Client Webcast, Virtual (April 2022)

- **IPO and Public Company Readiness: Strategies and Considerations**, Gibson, Dunn & Crutcher Capital Markets Client Webcast Series, Virtual (February 2022)
- **2022 SEC Disclosure & Proxy Season Outlook**, Gibson, Dunn & Crutcher MCLE Blitz, Virtual (January 2022)
- **MD&A: Gearing Up for Year-End Reporting**, PLI's SEC Institute, San Francisco (December 2021)
- **Building an Effective Corporate Governance Strategy and Managing Employees, Activists and Shareholders**, PLI's ESG 2021, Virtual (June 2021)
- **Navigating the ESG Landscape**, Society for Corporate Governance St. Louis Chapter, Virtual (February 2021)
- **Highlights from the 48<sup>th</sup> Annual San Diego Securities Regulation Institute**, *Insights: The Corporate & Securities Law Advisor* (February 2021) (co-author)
- **The 2020 Proxy Season: A Season to Remember and What to Expect in 2021: Proxy Advisory Firms, Rule 14a-8 & Universal Proxy**, Society for Corporate Governance Eastern Regional Conference, Virtual (October 2020)
- **Board Communications and Proxy Disclosure Effectiveness for Small and Mid-Cap Companies**, Society for Corporate Governance National Conference, San Diego (June 2019)
- **Challenges in 2019: What You and Your Board of Directors Should Expect**, Society for Corporate Governance Western Chapter, Palo Alto (March 2019)
- **Disclosure 2018 and Beyond: From Cybersecurity to Human Capital**, Society for Corporate Governance Eastern Regional Conference, New York (September 2018)
- **Advanced Issues in Corporate Minutes and Drafting the Proxy Statement**, Society for Corporate Governance Essentials Conference, Orlando (January 2018)

#### Certifications

Certified Corporate Governance Professional, Society for Corporate Governance

#### Academic Experience

Mr. Briggs received his Juris Doctorate from the University of Chicago Law School in 2007, where he was a Kosmerl Scholar. He received his Bachelor of Arts with high honors from the University of Notre Dame in 2004.

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