



Kathleen M. Franklin

Sony Group Compliance Leadership Team, Global Ethics and
Compliance Strategy Leader

Skills and Expertise

Legal/Regulatory Risk Management * Governance * Crisis
Management * Executive Compensation *
Mergers/Acquisitions and Strategic Transactions * Working
Knowledge of Financial Transactions and Controls * Tax *

International Experience

Adapted Sony Group ethics and compliance risk programs
for local law and culture to ensure effectiveness in over 80
countries.

Education

New York University School of Law, LL.M Taxation
Albany Law School of Union University, JD
magna cum laude
Siena College, B.S. (Marketing Management)
magna cum laude

Summary

Kathleen is a senior executive with over 30 years of experience working with Board Directors, CEO's, CFO's, Private Equity and Hedge Fund Managing Directors on strategic business initiatives and risk management. She is a skilled strategist with a diverse business and legal background who integrates the varied aspects of her knowledge to reach practical solutions to complex problems. Her industry knowledge includes entertainment, electronics, medical devices, health care, insurance and consumer products and she has worked with public and privately held companies.

Prior to her work at Sony Corporation of America, Kathleen was a Partner and Co-Chair of the Corporate Governance Group for Boies, Schiller & Flexner, one of the nation's premier law firms. A partial list of clients Kathleen represented during her tenure at Boies, Schiller include:

Adelphia Communications

Qwest Communications

Maurice R. "Hank" Greenberg, Chairman and CEO of C.V. Starr & Company, and former Chairman and CEO of American International Group

EG Capital

Zurich Financial Services

Board Affiliations

Wildwood Foundation, Inc. Secretary of Board of Directors and Finance Committee
(1996 - 2010)

DirectWomen, Advisory Board (2013 - present)

Specialized Expertise

- Creating a culture of ethics as a winning business strategy.
- Leads team focused on evolving and enhancing compliance standards to protect Sony and its stakeholders.
- Manages internal financial, HR and legal violation investigations.
- Guided public company board through bidding war that resulted in tripling ultimate value to shareholders.
- Worked with Adelphia independent board members and interim CEO on key issues following the discovery of the Rigas family fraud to maximize return to shareholders. Established corporate governance structure and internal control systems necessary to fulfill the newly adopted SOX requirements.

Career History

- Sony Group Ethics and Compliance Strategy Leader, Global Compliance Leadership Team, 2010-Present
- Boies, Schiller & Flexner LLP, Partner and Co-Chair Corporate Governance Group, 2000-2009
- Barrett, Gravante, Carpinello & Stern LLP, Partner and Chair of Corporate Group, 1996-2000
- McNamee, Lochner, Titus & Williams, P.C., Commercial, Corporate and Tax, Promoted to Partner in 1992 1985-1995
- Maynard, O'Connor & Smith, P.C., Associate, Litigation, 1983-1985