



STEPHANIE LUCIE

Highly accomplished executive with more than 30 years of legal and business experience, including significant M&A experience. Former senior vice president, chief legal officer, chief compliance officer, corporate secretary and head of human resources. Advised numerous boards of directors of both publicly and privately held companies. Broad industry knowledge, including technology (manufacturing, licensing and sales of stacked DRAM and Flash memory; designing, marketing and sales of computers; internet; oil/gas (offshore drilling) and capital markets, among others. Received offers to transfer to business side of organizations on several occasions as a result of business judgment. Expertise includes:

- **M&A / Venture Capital / Equity & Debt Financings**
- **Corporate Governance & Compliance**
- **Securities & Investment Matters / Capital Markets**
- **Strategy and IP Licensing**

EXPERTISE

M&A, DIVESTITURES, VENTURE CAPITAL, EQUITY/DEBT FINANCINGS. Expert with extensive experience in mergers, acquisitions, divestitures, spin outs, joint ventures, and equity and debt financings. Played key role in numerous acquisitions in a variety of industries, primarily but not limited to technology. Managed through complex integration issues. Handled hundreds of equity and debt financings and resulting issues in a variety of contexts.

CORPORATE GOVERNANCE & COMPLIANCE. Expertise in corporate governance, Codes of Conduct, compliance, risk management and controlling shareholder transactions. Designed, implemented and enforced numerous training programs in different industries to ensure compliance with legal requirements.

SECURITIES & INVESTMENT MATTERS / CAPITAL MARKETS. Instrumental in numerous IPOs and substantial knowledge of secondary offerings, SEC, Investment Advisers Act, NYSE/NASD, antifraud and other related regulations.

STRATEGY AND LICENSING IP. Instrumental in licensing intellectual property.

MANUFACTURING. General Counsel of company with manufacturing facilities in Texas and Mexico.

EXPERIENCE

AUSTIN VENTURES, Austin, TX

2010 – current

Former Chief Legal Officer and Chief Compliance Officer, currently represent as outside counsel

- Significant involvement in M&A activities of portfolio companies, as well as hundreds of equity and debt financings
- Handled applicable filings and ensured compliance with Investment Advisers Act, SEC regulations, ongoing compliance training
- HR, real estate and other legal matters

ENTORIAN TECHNOLOGIES INC. (FORMERLY NASDAQ: ENTN), Austin, TX

2003 – 2010

Senior Vice President, Chief Legal Officer and Corporate Secretary

An Austin Ventures portfolio company. AV executives asked me to join AV following adoption of Dodd Frank and winding down Entorian

- Internal counsel for IPO, as well as acquisition, including integration of the businesses
- Also served as Vice President of Human Resources and handled Facilities

STEPHANIE LUCIE

- Instrumental in licensing IP portfolio; negotiated license agreements significant to company's revenue
- Introduced new online HR programs and policies to streamline and increase efficiencies
- Structured and implemented comprehensive compliance program in the U.S. and Mexico

CIRRUS LOGIC, INC. (NASDAQ: CRUS), Austin, TX

2001 – 2003

Vice President, Associate General Counsel and Corporate Secretary

- Internal counsel for the acquisition of several strategic companies with technologies in video decoding, video encoding, wireless networking and networked digital audio
- Responsible for corporate legal affairs, including but not limited to supporting the Board of Directors, SEC, NASD and general regulatory reporting and compliance, investor relations, domestic and international HR issues, litigation management and risk management

ALTAVISTA COMPANY, Palo Alto, CA

1999 – 2001

Vice President, General Counsel and Corporate Secretary

- Internal counsel for IPO (terminated day prior to pricing), acquisitions and integration of the businesses
- Member of first management team in spinoff from Digital Equipment Corporation following its acquisition by Compaq Computer Corporation. Company grew from 50 to 1400 employees; legal department from one to 14 during my tenure

COMPAQ COMPUTER CORPORATION, Houston, TX

1995 – 1999

Vice President and Associate General Counsel

- Instrumental in numerous marquee acquisitions, such as Digital Equipment Corporation, Tandem Computers and Microcom, in addition to several smaller acquisitions
- Promoted to General Counsel of AltaVista following Compaq's acquisition of Digital Equipment Corporation

WEIL GOTSHAL & MANGES, Houston, TX

1993 – 1995

Corporate Attorney

WINSTEAD PC, Houston, TX

1990 – 1993

Corporate Attorney

BROWN & WOOD, New York, NY

1987 – 1990

Corporate Attorney

At three firms listed above, worked on teams representing major corporations and financial institutions handling M&A, public offerings and private placements, securities issues and complex credit facilities

NON-PROFIT BOARD AND LEADERSHIP EXPERIENCE

Vice Chair of Board of Trustees, St. Michael's Catholic Academy – private independent high school in Austin, Texas. Also Chair of Corporate Governance Committee. 2016-current

Director, Duke University Alumni Board. 2020-current

Former Director, Board of Directors, **SafePlace**, a non-profit organization that assists abused individuals and their children. 2016-2018

Former Director, Board of Directors, **LifeWorks**, a non-profit organization that transitions youth from crisis to safety by providing housing, counseling and services. 2018-2020

STEPHANIE LUCIE

Founding Board Member and Past Vice President, Austin chapter of the **Association of Corporate Counsel (ACC)**, the world's largest professional association for in-house lawyers. 2007-2009

DirectWomen Board Institute. Class of 2015 – a selective Board training program for senior women lawyers for service on the boards of major U.S. corporations

Kellogg School of Management Women's Director Development Program

National Association of Corporate Directors, past speaker

Past President, Houston Young Lawyers Association - as well as serving in other board capacities over a period of three years prior to serving as President

Served as **Corporate Secretary** to the Boards of Directors of publicly traded and private companies, including acting as Secretary of the Audit, Compensation and Governance Committees

EDUCATION

Duke University School of Law, Durham, NC

Direct Juris Doctor, Law

Editorial Board, *Duke Law Journal*

University of Notre Dame, South Bend, IN

Bachelor of Arts, *Magna Cum Laude*

Graduated *Phi Beta Kappa*