



TO REQUEST CONTACT INFORMATION FOR THIS INDIVIDUAL, PLEASE
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Noni L. Ellison

Ms. Ellison is a seasoned public company executive, currently serving on the Executive and Operating Committees at Tractor Supply Company, a publicly traded retailer, with a \$27 billion market cap. A JD/MBA, she has extensive experience in M&A, corporate finance, international operations, legal, compliance, quality assurance, regulatory affairs, and governance. As Tractor Supply's Senior Vice President, General Counsel and Corporate Secretary, she works closely with and is a trusted advisor to the CEO and the Board.

PROFESSIONAL EXPERIENCE

Tractor Supply Company - NASDAQ: TSCO (1/2021 – Present)

Senior Vice President, General Counsel & Corporate Secretary – Atlanta, GA / Brentwood, TN

The largest rural lifestyle retailer in the United States with more than 2,000 stores, 47,000 employees and annual sales exceeding \$15B.

- Leads a department of 42 employees which includes real estate, merchandising, marketing, technology, intellectual property, privacy, labor and employment and litigation attorneys, and risk management, safety, government affairs, sustainability, licensing, environmental, quality-assurance and customs compliance professionals.
- Direct report and trusted advisor to the CEO and Board. Participant in all board and board committee meetings. Member of TSC's Executive, Operating and Investment Committees.
- Member of the TSC Foundation Board and Vice Chair of the PAC Board. Executive Sponsor of the RISE! Team Member Engagement Group.
- Responsible for company-wide environmental, social and governance "ESG" efforts. Executive Sponsor for cross-functional company-wide ESG Committee.
- Manage corporate governance which includes advising TSC Board regarding governance matters such as shareholder proposals, proxy voting guidelines, ISS and Glass Lewis benchmarking and communicating with investors.
- Prepare SEC filings such as the proxy statement, 10K, 8Ks, 10Qs annually.
- Manage insider trading compliance program.
- Negotiated the \$300M Orscheln Farm & Home acquisition, including management of the FTC approval process.

Carestream Dental, L.L.C. (8/2017 –1/2021)

General Counsel, Chief Compliance Officer & Corporate Secretary – Atlanta, GA

A privately held technology and medical device company with international manufacturing and distribution operations.

- Played a leading role in establishing Carestream Dental as an independent company with more than 20 international legal entities.
- Built the company's legal, compliance and corporate governance functions.
- Responsible for legal, compliance, data privacy (GDPR, breach response), intellectual property, security, quality assurance, regulatory affairs and environmental health and safety "EHS" globally. Served on benefits/investment management committee.
- Managed nine direct reports and 32 business and legal professionals in Europe, North and South America and Asia.
- Produced board materials and served as management point person for the Audit Committee.
- Trusted advisor to the CEO and Board.

W.W. Grainger, Inc. - NYSE: GWW (1/2015 – 7/2017)

Associate General Counsel & Assistant Corporate Secretary – Lake Forest, IL

A leading global industrial supplier with annual sales exceeding \$10B.

- Advised the finance, treasury, audit, tax, and executive compensation functions.
- Managed corporate governance and regulatory compliance for 140 subsidiaries in 45 countries.
- Prepared and filed SEC filings.
- Facilitated insider trading compliance.
- Managed several debt offerings, acquisitions and the share repurchase program.

Turner Broadcasting Systems, Inc. (7/2004 – 12/2014)

Head of Global Music Division & Assistant General Counsel – Atlanta, GA / Hong Kong

A global leader in media and technology with annual revenue exceeding \$3B.

- Served as lead marketing attorney for Turner entertainment networks and head of the Global Music Division with day-to-day oversight of the publishing business and record label.
- Led the strategic planning and implementation of cost savings measures globally.
- Spent one year in Hong Kong as part of an effort to right-size the Asia-Pacific Division and led the negotiation of several significant vendor agreements.
- Restructured the music division and brokered lucrative distribution deals.

Scripps Networks Interactive, Inc. (12/2001 – 6/2004)

Director, Legal Affairs – New York, NY

A developer of media content and technology with annual revenue exceeding \$3B.

- Negotiated and executed distribution, advertising sales and e-commerce deals.
- Advised the finance function.

Akin, Gump, Strauss, Hauer & Feld, LLP (8/2000 – 11/2001)

Corporate Associate – New York, NY / Los Angeles, CA

An international law firm with over 900 attorneys in the U.S., Europe, the Middle East, and Asia.

- Legal advisor on corporate finance, bankruptcy, investment management, software licensing and healthcare transactions.

Vinson & Elkins, LLP (8/1997 – 7/2000)

Corporate Finance and Securities Associate – Houston, TX

A global law firm that specializes in the energy sector and serves clients from 15 international offices.

- Legal advisor on M&A, corporate finance, investment management and securities matters.

EDUCATION

University of Chicago – Chicago, IL (8/1993 – 5/1997)

- Juris Doctor
- Master of Business Administration
- Certification in Health Administration & Policy
- International Business Exchange Program, Manchester Business School -- Manchester, England
- Junior Foreign Service Officer, United States Department of State – Accra, Ghana

Howard University – Washington, D.C. (8/1989 – 5/1993)

- Bachelor of Arts, *Magna Cum Laude*

BOARD MEMBERSHIPS AND PROGRAMS

- Omnichannel Acquisition Corp. – NYSE: OCA, Advisor (SPAC)
- DirectWomen Board Institute (2022)
- Corporate Board Readiness program (Santa Clara University, 2022)
- Children’s Healthcare of Atlanta Foundation Board, Member
- Rotary Club of Atlanta Foundation Board, Member
- University of Chicago Law School Board of Visitors, Member
- Howard University School of Law Board of Visitors, Member
- Goodwill of North Georgia Board of Directors, Compensation Committee Vice Chair (Past)
- Metropolitan Atlanta Rapid Transit Authority Board of Directors (\$8B net worth) Board Vice Chair (Four Year Term); Audit Committee Chair (Three Year Term) (Past)
- Urban League Board of Directors – Two Term Board Chair (Past)

PROFESSIONAL/CIVIC/PRO BONO AFFILIATIONS

- Executive Leadership Council, Member
- National Retail Federation “NRF” Sustainability Council, Chair
- Retail Industry Leaders Association “RILA” ESG Executive Committee, Member

SELECTED HONORS AND AWARDS

- *Women Inc.* Top Corporate Counsel
- The Legal 500 General Counsel Powerlist
- The Agenda: Diversity 100 (Board-Ready Candidates)
- American Israel Education Foundation Fellow (AIPAC)
- YWCA Woman of Achievement
- State Bar of Georgia’s Justice Benham Service to Community Award