SHAWNTE MITCHELL

BOARD MEMBER | STRATEGIC ADVISOR | CORPORATE SECRETARY

Strategic partner and trusted advisor to executive teams and boards at four companies – Genomatica, Zogenix, Aptevo Therapeutics, and Emergent BioSolutions. Track record of success in complex business transactions and in building board and corporate governance infrastructure from scratch. Named "Top 40 under 40 Nation's Best Advocates" by the National Bar Association.

- **Co-led with CFO \$1.9B sell-side acquisition of Zogenix by UCB.** Partnered with CFO on due diligence, valuation analysis, and contract negotiations. Advocated for Zogenix employees at every stage of the process.
- Served on C-level team that led the spinoff of Aptevo from Emergent. Helped grow new company to \$23M in annual revenue. Built key business functions from scratch, including corporate governance, human resources, and compliance.
- Led environmental, social, and governance transformation at Zogenix. Designed and stood up the company's first formal diversity and inclusion program. Developed the narrative and promoted messaging to institutional investors.
- Created and led Genomatica's first compliance reporting program, generating strategic insights for C-suite leaders and board directors. Drove enterprise-wide culture change, building a robust and accountable organization.
- Transformed the role of the Corporate Secretary at Zogenix. Defined roles and responsibilities for the internal Corporate Secretary position. Expanded position scope to include advising the audit and compensation committees.

Mission and Vision | Strategic Direction | Global Leadership | Corporate Governance | Board Leadership | Sustainability Investor Relations | Budgets | Strategic Planning | Stakeholder Engagement | Go-to-Market Strategy | Intellectual Property Continuous Improvement | Relationship Building | Change Management | Risk Management | Diversity and Inclusion

BOARD MEMBERSHIPS

How Women Lead | Board Member (2022 to Present)

 Drive organizational strategy as board member and participant in VC fund that elevates women innovators. Invited speaker on How Women Lead podcast and #GetOnBoardWeek Leadership Committee member.

Life Science Cares Bay Area | Board Member, Finance Committee Member, Partnership Committee Member (2020 to Present)

Advised on financial and reporting matters for the Bay Area branch of Life Science Cares. Reviewed budgets, financial reports, and audit reports. Submitted documentation to parent organization.

Stanford Women on Boards Initiative | Advisory Board Member, Nominating Committee Member (2018 to 2020)

Served as one of the first members of the nominating committee. Reviewed and processed requests from public companies for quality talent. Sourced and vetted potential alumna and connected with public company leaders.

Additional Boards: ArtsFund (2019 to 2020); Urban League of Metropolitan Seattle (2018 to 2020)

PROFESSIONAL EXPERIENCE

GENOMATICA, INC. – San Diego, CA

2022 to 2024

CHIEF LEGAL OFFICER

Influence strategic direction in all business areas as member of core leadership team. Oversee strategic initiatives to enable M&A. Participate in P&L meetings. Negotiate contracts for complex transactional matters. Advise board members and C-suite leaders. Oversee FCPA, data privacy, intellectual property, and data governance.

LEADERSHIP SNAPSHOT: Joined Geno in 2022, following launch of \$120M venture with Unilever to scale alternative to palm oil and fossil fuels. Guided organization through transition from startup culture to performance-driven global enterprise.

- **Business Transformation:** Oversaw large-scale corporate restructuring to enable transformational M&A. Directed project activities, overseeing the work of the core leadership team such as the President, CEO, CFO, Board Chair, and others.
- Reporting and Compliance: Developed and implemented the company's first standardized compliance program. Defined reporting processes and performance metrics, improving visibility across all business areas.

- Global Business: Enabled international business expansion by initiating anti-corruption due diligence program on partner companies throughout the world. Ensured full alignment with U.S. and Chinese requirements.
- **ESG Strategy:** Partnered with Vice President of Impact on ESG transformation, enabling B-Corp certification. Revamped supplier code-of-conduct and collaborated on environmental sustainability practices.

ZOGENIX – Emeryville, CA

2020 to 2022

EXECUTIVE VICE PRESIDENT / GENERAL COUNSEL / CORPORATE SECRETARY

Served on core leadership team and helped define strategic direction for all business areas. Oversaw all corporate governance operations. Led investor outreach for key strategic initiatives. Acted as strategic advisor to CEO and board members. Developed company culture based on accountability, productivity, and collaboration.

LEADERSHIP SNAPSHOT: Co-led with CFO \$1.9B acquisition by multinational biopharmaceutical company. Helped grow revenue from \$14M to \$87M in one year. Stood up ESG and corporate governance infrastructure for fast-growing company.

- *Mergers and Acquisitions:* Co-led \$1.9B acquisition of Zogenix by global biopharmaceutical company (UCB). Partnered with CFO and external stakeholders/partners to analyze offers, determine competitive pricing, and negotiate terms.
- Board Advisement: Defined roles and responsibilities for corporate secretary. Created processes and procedures to improve cohesiveness of board meetings. Expanded accountability to include attending and advising audit and compensation committee.
- Diversity and Inclusion: Led 20-person team to stand up DE&I program. Designed committee structure and strategy.
 Built engagement and excitement across the company. Contributed to board recruitment effort that expanded number of women on the board (1 member to 4).
- Investor Relations: Partnered with CFO to lead investor outreach on ESG messaging. Built ESG narrative and led effort to expand and catalog sustainability and corporate responsibility practices.
- Nominating Committee: Drove identification, recruitment, and compensation for board members by serving as facilitator, executive liaison, and agenda setter for the nominating committee.

APTEVO THERAPEUTICS - Seattle, WA

2016 to 2020

SENIOR VICE PRESIDENT OF CORPORATE AFFAIRS / CHIEF COMPLIANCE OFFICER / CORPORATE SECRETARY

Led compliance and human resources organizations. Set strategy for corporate governance, people management, risk management, and intellectual property. Created budgets, processes, and procedures. Advised CEO and board of directors. Co-led transactional matters, including fundraising, M&A, debt restructuring, vendor/partner negotiations, and divestitures.

LEADERSHIP SNAPSHOT: Co-led spinoff of Aptevo Therapeutics from Emergent. Oversaw all corporate governance for public company and advised board of directors. Designed systems and infrastructure to grow business to \$23M+ in annual revenue.

- Growth and Transformation: Served on team to create new public entity via spinoff. Set mission, vision, and core values. Created and submitted securities filings. Developed corporate structure, business systems, and capital structure.
- People Management: Defined philosophies, systems, and ways of working for new human resources organization. Developed strategy related to compensation, recruitment, learning, employee relations, and talent management.
- Business Development: Cultivated and managed international technology collaboration with Alligator, a Swedish biopharmaceutical company.

Additional Experience:

Emergent (2009 to 2016) | Assistant Corporate Secretary, Assistant General Counsel, Mergers & Acquisitions Counsel Ropes & Gray (2004 to 2009) | Associate Attorney, Corporate Law and Healthcare Law

EDUCATION | CREDENTIALS

Stanford University, Graduate School of Business | LEAD Program and Executive Program in Strategy and Organization
The George Washington University Law School | Juris Doctor (J.D.), Certificate in Public Health
Stanford University | Bachelor of Science (B.S.), Biological Sciences, Minor in African American Studies