



## Kimberly J. Schaefer

Partner | Cincinnati Office

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Ms. Schaefer is a partner in the Vorys Cincinnati office and a member of the corporate and finance group. Ms. Schaefer concentrates her practice on financial institutions, securities, franchising and general corporate matters. She regularly represents companies in public and private securities offerings, mergers and acquisitions, contract negotiations, and franchising issues.

Additionally, Ms. Schaefer works closely with clients to ensure continued compliance with securities and banking laws and to develop best practices in the corporate governance and executive compensation areas.

### Her notable experience includes:

- Representing financial institutions in obtaining government funds under the TARP
- Representing public and private company clients in connection with mergers, stock and asset acquisitions, franchising regulation, and executive compensation and governance issues
- Representing public company clients in initial public offerings, going private transactions, corporate disclosures, and Securities and Exchange Commission compliance and reporting
- Assisting financial services companies with complex financial regulations, trust preferred offerings and supervisory actions
- Assisting financial institutions with the acquisition of other financial companies

Ms. Schaefer has spoken publicly on NYSE Rule 452 amendments, TARP and the Capital Purchase Program, executive compensation, Sarbanes-Oxley Act of 2002, Whistleblower and Internal Controls, as well as the Gramm-Leach-Bliley Act - Customer Privacy.

Ms. Schaefer received her J.D. *magna cum laude* from the Duke University School of Law where she was a Staff Editor for the *Journal of Law and Contemporary Problems*. She received her B.S. *summa*

### Practice Areas

Corporate and Business Organizations

Financial Institutions

### Industries

Financial Institutions

### Education

Duke University School of Law, J.D., 1998, *magna cum laude*  
*Journal of Law and Contemporary Problems*, Staff Editor, 1997-1998

Miami University, B.S., 1995, *summa cum laude*

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*cum laude* from Miami University.

### Publications

*Client Alert:* Bankers Beware: Copying and Removal of Confidential Financial Institution and Supervisory Information Can Lead to FDIC Action

*Client Alert:* House Passes Legislation that Includes Important SEC Relief for Community Banks

*Client Alert:* Loan Originator Compensation and Anti-Steering Rules Take Effect

*Client Alert:* Proposed Rules Issued on Incentive Compensation of Financial Institutions

Balancing the Risks and Rewards of Incentive Compensation:

*Client Alert:* Banking Regulators Offer Final Guidance on Sound Incentive Compensation Policies

*Client Alert:* Treasury Clarifies TARP Compensation Restrictions

*Client Alert:* Treasury Unveils ARRA Executive Compensation and Corporate Governance Standards

*Client Alert:* Economic Stimulus Bill Imposes New Compensation Standards On Institutions Receiving TARP Assistance

### Professional and Community Activities

Cincinnati USA Regional Chamber, WE Lead Class III, 2008-2009

Cincinnati Ballet, Member, Board of Trustees, 2009-present

### Honors and Awards

*Ohio Super Lawyers Rising Stars*, Securities and Corporate Finance, 2012

*Cincinnati Business Courier Forty Under 40*, August 2008

## Kimberly J. Schaefer (Continued)

### Events

The Best Defense is a Good Offense: How to Manage Litigation in the Workplace

Preparing for the 2012 Proxy and Annual Report Season

Preparing for the 2012 Proxy and Annual Report Season

Mergers and Acquisitions: Nuts and Bolts

Preparing for the 2010 Proxy and Annual Report Season

Amendment to NYSE Rule 452-What You Need to Know

### Bar and Court Admissions

Ohio

U.S. District Court for the Southern District of Ohio