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Baker Hostetler
Counsel to Market Leaders

Michael G. Oxley



Michael G. Oxley Of Counsel

moxley@bakerlaw.com
v-card

Washington, DC

Washington Square, Suite
1100
1050 Connecticut Avenue,
NW
Washington, DC 20036-5304

T 202.861.1663
F 202.861.1783

BAR ADMISSIONS

- U.S. Supreme Court, 1986
- District of Columbia, 2008
- Ohio, 1969

EDUCATION

- J.D., The Ohio State University Michael E. Moritz College of Law, 1969
- B.A., Miami University, 1966

Michael Oxley, former Congressman and Chairman of the House Financial Services Committee, serves clients in the areas of corporate governance, investigations and government policy. In addition to his position with Baker Hostetler, Mr. Oxley also is Senior Advisor to the Board of Directors of NASDAQ OMX Group, Inc.

After a 25-year career representing Ohio's Fourth Congressional District, Mr. Oxley is best known for his co-authorship of the landmark Sarbanes-Oxley Act of 2002, which restored Americans' confidence in the capital markets early in the decade and created a new accounting oversight board for publicly traded companies.

Mr. Oxley is frequently interviewed and quoted by the news media, including *The Financial Times*, *The Wall Street Journal*, *The New York Times*, CNBC, Fox Business News and Bloomberg Television. He is a member of the National Association of Corporate Directors' Blue Ribbon Commission on Risk Governance. In 2008, he was inducted into *Directorship* magazine's Hall of Fame, which recognizes those who have made unique and lasting contributions to the shape of modern corporate governance. In 2007, he was named to the magazine's Directorship 100, an annual list of the most influential people in corporate governance.

Mr. Oxley is a popular keynote speaker on a wide range of business topics. He has appeared at the invitation of companies and organizations throughout the United States and the world. Before leaving Congress, he addressed the Economic Club of New York as a guest of honor. To mark the five-year anniversary of The Sarbanes-Oxley Act of 2002, he spoke at the National Press Club as a guest of the Center for Audit Quality.

Since beginning his association with Baker Hostetler, he has made presentations to groups and meetings all over the U.S., including: Major League Baseball's Rookie Dinner; Japan Society; Ohio Telecommunications Association; Japan Commerce Association; Cleveland Tax Club; Stanford University Directors College; Columbus, Ohio, Organization of Corporate Counsel; Topeka Home Loan Bank; Deutsche Bank; Bank of New York; Corporate Women Directors; SIFMA Annual Conference; Harvard Business School Centennial Global Business Summit; and the Federal Reserve Bank of Atlanta's Conference at Sea Island, Georgia.

Among international groups, Mr. Oxley has spoken to: the National Council on Corporate Governance/U.S. Russia Roundtable in Moscow; Atlantic Bridge's Transatlantic Leadership Exchange in Washington, D.C.; the Milken Institute Global Conference in Los Angeles; the U.S.-Brazil Innovation Summit, Council on Competitiveness in Sao Paulo; the Corporate Governance Conference sponsored by KPMG, Microsoft, and The Marker in Tel Aviv; the Chamber of Hong Kong Listed Companies in Hong Kong; the Oxford India Business Forum in Mumbai; the Franklin Center Conference in Amsterdam; and the Financial Marketplace Regulation Conference at the Sorbonne Graduate School of Business in Paris.

At Baker Hostetler, Mr. Oxley is part of the Government Policy Group, which represents multinational and corporate clients seeking to resolve or avert

PRACTICE STRENGTHS

- Government Policy
- Business
- Litigation
- Subprime Lending Litigation
- Legislative and Regulatory
- Regulatory Proceedings
- Corporate Governance
- Securities Litigation and Regulatory Enforcement
- White Collar Defense and Corporate Investigations

problems related to federal and/or state policy through legislative or administrative solutions. The team includes a former U.S. Ambassador, senior executive branch officials and state legislators.

Additionally, Mr. Oxley assists private and public companies with establishing governance policies and compliance programs, as well as with confidential investigations related to noncompliance concerns. He also supports the firm's premier White Collar Defense and Corporate Investigations Practice, which represents clients involved with complex white collar crime, regulatory investigations and litigation. The practice team has represented top tier banking and investment firms by establishing monitorship programs in conjunction with government regulators in accordance with best practice standards.

He is a member of: APCO Worldwide's International Advisory Council and the Board of Directors of the Franklin Center for Global Policy Exchange. At his undergraduate alma mater, Miami University, he supports the Center for Governance, Risk Management and Reporting at the Farmer School of Business.

While in Congress, Mr. Oxley backed pro-business, low-tax, pro-competition and free trade positions as the best policy atmosphere to support strong economic growth. He is a well-known advocate for free trade agreements and international business engagement and has consistently backed the nation's law enforcement, intelligence agencies and military in the fights against drugs, crime and terrorism.

From 2001 through 2006, Mr. Oxley served as Chairman of the House Financial Services Committee, which in 2001 consolidated the jurisdiction of all financial services industries in one panel for the first time in the history of the House. The Committee's scope included banking, insurance, securities and exchanges, housing and monetary policy. Mr. Oxley's chairmanship is best-known for the creation of The Sarbanes-Oxley Act of 2002. He led the panel through the aftermath of the tech bubble, the difficult post-9/11 period, and the rash of corporate scandals early in the decade that destroyed investor confidence and sent the markets into a tailspin. Known for his ability to bring Republicans and Democrats to agreement, Mr. Oxley successfully completed many significant pieces of legislation in the Financial Services Committee, many of which are now law. The Committee's initiatives under his leadership included: the Terrorism Risk Protection Act to provide a federal backstop for terrorism risk for commercial insurance after 9/11; the Check Clearing for the 21st Century Act to modernize the check-clearing system; the Unlawful Internet Gambling Enforcement Act to prohibit the use of U.S. payment systems for unlawful Internet gambling; the anti-money-laundering title of the USA PATRIOT Act; the Fair and Accurate Credit Transactions Act (FACT Act) to provide consumers with a free annual credit report; the Presidential \$1 Coin Act to begin a new series of coins featuring U.S. presidents; the Military Services Personnel Financial Services Protection Act to improve the quality of financial services products sold to military personnel; the Federal Deposit Insurance Reform Act to increase the amount of insured deposits; the Federal Housing Finance Reform Act to create a world-class regulator for Fannie Mae and Freddie Mac; Reform of National Security Reviews of Foreign Direct Investments Act to reform the structure and procedures of the Committee on Foreign Investments in the United States; and the Credit Rating Agency Duopoly Relief Act to admit new market participants and to create competition in the rating agency industry.

A member of the House Energy and Commerce Committee from 1983 to 2001, Mr. Oxley is well-known for his knowledge of federal telecommunications and energy policy. He was a Chairman of the Commerce, Trade and Hazardous Materials Subcommittee from 1995 to 2001, and he made significant contributions to the Telecommunications Act, the Clean Air Act Amendments, and the Gramm-Leach-Bliley Act. As subcommittee chairman, he moved legislation that led to the U.S. capital markets quoting stock prices in dollars and cents, instead of the outdated system of fractions. The change was a major factor resulting in more affordable trading for investors, and the move saved investors untold billions of dollars in transaction costs.

Prior to his election to Congress in 1981, he was a special agent of the FBI in

Washington, Boston and New York, and a member of the Ohio General Assembly. Previously, he practiced law with the firm Oxley, Malone, Fitzgerald and Hollister in his hometown of Findlay, Ohio.
