

CHECKLIST FOR CYBERSECURITY SEC DISCLOSURES



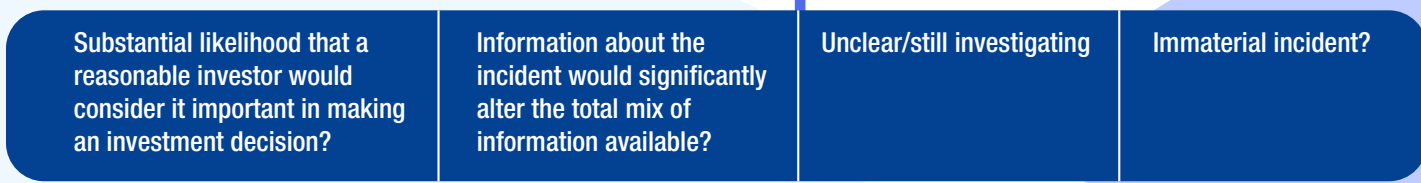
CYBERSECURITY INCIDENT DISCOVERED



FOLLOW DISCLOSURE CONTROLS AND PROCEDURES TO INFORM SENIOR MANAGEMENT



MATERIAL CYBERSECURITY INCIDENT?



Immediate duty to disclose



Defer disclosure until/if materiality established



No duty to disclose



DISCLOSURE CONTROLS AND PROCEDURES CHECKLIST

- Existing policies and procedures to identify and investigate cybersecurity incidents?
- Potentially material incidents referred to appropriate committees, including disclosure committee for further analysis?
- Escalation of potentially material incidents to board of directors and senior management responsible for making disclosure decisions and certifications?
- Are material cybersecurity incidents and risks disclosed to investors?
- Review, and if necessary update, of existing disclosures if new facts render them incorrect or misleading?

MATERIALITY CHECKLIST

- Was any information compromised?
 - Nature of compromised information?
- Type & scope of harm?
 - Harm to customers?
 - Impact on company/customer operations?
 - Financial harm (increased costs, lost revenue, etc)?
 - Duration of incident?
 - Reputational harm?
 - Exposure to potential legal claims/– government enforcement actions?
- Consistent with existing risk factor disclosures?
- Type of threat actor?
- Confidential law enforcement/government investigation?

HOW WE CAN HELP

Executing cybersecurity disclosure controls and procedures best practices and complying with cybersecurity disclosure requirements can be daunting for even the most diligent of companies. Morrison & Foerster is here to help you develop disclosure controls and procedures that are tailored to your organization and to navigate the facts and circumstances of a materiality analysis. We offer a multidisciplinary approach involving our highly respected global Privacy + Data Security Group, Securities Litigation, Securities Enforcement, and Investigations + White Collar Defense Group, and Corporate Governance Group, all of which include well-respected alumni of the Securities and Exchange Commission and the U.S. Department of Justice.



MIRIAM WUGMEISTER

mwugmeister@mof.com
(212) 506-7213



DAVID LYNN

dlynn@mof.com
(202) 778-1603



HAIMA MARLIER

hmarlier@mof.com
(212) 336-4409



ALEX IFTIMIE

aiftimie@mof.com
(415) 268-7673

**MORRISON
FOERSTER**