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## Securities Law

*A privately held global computer company sells shares of its common stock in an IPO offering registered under the 1933 Act, and registers under and becomes subject to SEC reporting and other requirements under the 1934 Act.*

*A publicly held technology company files a shelf-registration statement and later raises over \$95 million to refinance its bank debt, expand its R&D programs and make future acquisitions.*

*A privately held wireless technology company raises equity capital in a Series A offering of preferred stock under Regulation D of the 1933 Act.*

*A national banking association seeks to sell up to \$15 million of its common stock to institutional accredited investors in a private placement.*

*A financial institution requires securities counsel to prepare and implement its insider trading policy and employee stock option plan and to provide advice on securities trading and other general corporate matters.*

*A publicly traded company sells off two of its nationally recognized fast food brands.*

*A New York venture capital firm acts as lead investor in a Series A round of preferred stock issued by a California developer of low-invasive treatments for congestive heart failure.*

*A software company goes private in a \$100 million transaction.*

Whether a company is seeking to access public securities markets in an initial public offering or to sell securities in a private placement, Farrell Fritz can provide a team of experienced lawyers who can assist with the structuring, strategy and implementation of these transactions.

We are able to advise clients regarding all types of equity and debt securities offerings, including underwritten public offerings, private placements, private investments in public equity (PIPES), reverse mergers, rights offerings, exchange offerings and shelf offerings.

We also represent individual and institutional investors in the formation of investment funds, investment in portfolio companies and implementation of exit strategies.

Our attorneys are experienced in representing a variety of global, national and regional companies in a myriad of industries. We provide advice to our clients regarding their reporting and compliance obligations under federal and state securities laws, stock exchange regulations and related matters. We assist clients in the preparation, drafting and filing of annual, quarterly and current reports on Forms 10-K, 10-Q and 8-K, proxy statements, stock incentive and other compensation plans and prospectuses, and various other SEC and regulatory filings. We also counsel clients regarding establishment of Regulation FD, insider trading and various other policies, takeover preparedness, proxy contests and general securities and corporate law matters.

By calling upon the strengths and talents of the attorneys in our Banking, Tax and other departments, and by using state-of-the-art technology, we can serve the needs of our clients in a comprehensive and cost-efficient manner.