



## SECURITIES SUPPLEMENT

Name of Applicant Firm: \_\_\_\_\_

### Attorneys

1. For each attorney of the Applicant Firm handling Securities matters, please provide the following information:

Attorney Name	Number of Years of experience in this Specialty	% of Time Devoted to the Specialty

### Public Securities Clients

2. Please provide the following information for each **publicly traded client**:

Client's Name	Nature of Business	Description of Services Provided	Dates of Service (From/To)	Were SEC Reports Prepared? (Y/N)	Was A Qualified Opinion Issued? (Y/N)

3. Please provide the gross revenue derived or anticipated from securities work?

Last Fiscal Year \$ \_\_\_\_\_ Current Fiscal Year \$ \_\_\_\_\_

4. For the revenue included in the answer to question 3 above, please state the percentage derived from each of the following:

	Last Fiscal Year	Current Fiscal Year
a) Securities registered under the Securities Act of 1933 on behalf of initial public offerings:	_____ %	_____ %
b) Securities registered under the Securities Act of 1933 not on behalf of initial public offerings:	_____ %	_____ %
c) Municipal Bonds:	_____ %	_____ %
d) Private Placements and State Regulations including Syndication's and Limited Partnerships	_____ %	_____ %
e) Compliance matters involving proxy and reporting requirements under the Securities Act of 1934 in relation to takeovers or mergers of publicly held companies:	_____ %	_____ %
f) Compliance matters involving proxy and reporting requirements under the Securities Act of 1934 other than takeovers or mergers of publicly held companies:	_____ %	_____ %
g) Compliance matters involving Sarbanes-Oxley Act <i>please explain</i>	_____ %	_____ %
h) Investment Funds, Mutual Funds, Asset Managers, Investment Companies, and Broker Dealers	_____ %	_____ %
i) Other Securities work: <i>please explain</i>	_____ %	_____ %

5. Does, or has, the Applicant Firm always prohibit(ed) a lawyer who is a director, officer or general partner of a Securities client from working on a Securities transaction of that client? .....  Yes  No
6. Has any attorney of the Applicant Firm ever had a dispute with a Securities client which necessitated disclosure to the Securities and Exchange Commission? .....  Yes  No  
*If "Yes", please provide the name of client, date of withdrawal or dispute and description of withdrawal or dispute:*
7. Has any past or present attorney of the Applicant Firm been named as a party to:
- a. any investigation or administrative action undertaken by the Securities and Exchange Commission or any state securities regulatory body? .....  Yes  No
- b. any legal action under the SEC Acts of 1933 and 1934 or state statute relating to the issuance, offering or sale of Securities? .....  Yes  No
- c. any investigation or enforcement action by federal or state authorities in connection with trading in mutual funds? .....  Yes  No  
*If "Yes" to any part please provide explanation*
8. Does the Applicant Firm conduct what is commonly referred to as a "due diligence" investigation when representing clients as to the Offering or Sale of Securities? .....  Yes  No

**Internal Procedures**

9. **Client Identification and Evaluation:**

- a. Does the Applicant Firm evaluate a new client seeking Securities advice relevant to a proposed transaction or offering to determine such things as the client's reputation, the nature of its business, financial strength, management expertise and history of changing Securities accountants and lawyers? .....  Yes  No

10. **Disclosure and Opinion Requirements:**

- a. Does the Applicant Firm require an experienced Securities lawyer to interview the client's directors, executive officers and principals in connection with disclosure documents preparation and review? .....  Yes  No
- b. Does the Applicant Firm require the preservation of written records of the factual source and verification made by the Applicant Firm's lawyers in connection with disclosure documents and preservation of records to support opinions rendered by the Firm? .....  Yes  No

11. **Potential Conflicts:**

- a. Does, or has, the Applicant Firm always prohibit(ed) a Securities lawyer with an investment in a client from working on Securities of that client? .....  Yes  No
- b. Does, or has, the Applicant Firm always prohibit(ed) all lawyers in the firm from trading and investing in a Securities Client? .....  Yes  No
- c. Does the Applicant Firm require a Securities lawyer to disclose all Securities investments in clients of the Firm? .....  Yes  No
- d. Does the Applicant Firm have a procedure intended to prevent the improper use of material inside information or the tipping of such information by your lawyers and staff? .....  Yes  No
- e. Does, or has, the Applicant Firm always prohibit(ed) any arrangement where a Securities client pays for the Firm's services with client Securities? .....  Yes  No  
*If "No" to any part, please provide explanation: \_\_\_\_\_*

12. **SARBANES-OXLEY ACT of 2002**

- a. Does the Applicant Firm have a formal training program for its attorneys that include training on Section 307 of the Sarbanes – Oxley Act of 2002 and Rule "205" .....  Yes  No  
*Please describe in detail*

**Securities**

13. Please provide the following information for each filing during the past five years. Include filings that were withdrawn, offerings which were unsuccessful, and filings made pursuant to an exemption from registration, and filings anticipated within the next 90 days.

Date Of Offering	Name of Issuer or Underwriter	Security Type (1)	Nature of Client's Business	Size of Offering	Accountant	Registered or Exempt Offering?	Did Applicant Firm render an opinion? (Y/N)	Type of Client(s) (2)
				\$				
				\$				
				\$				

**(1) Security Type:**

Private Placement = PR  
 Public Initial Placement = PUI  
 Public Secondary Placement = PUS  
 Bond (Private) = B

Syndication = SY  
 Municipal Financing = M  
 Limited Partnership = LTP

**(2) Type of Clients:**

Issuer = I  
 Underwriter = U  
 Lender = L  
 Purchaser = P  
 Auditor = A  
 Other = O (Specify)

**Bonds**

14. Is due diligence documentation retained for services in connection with all private placement bonds with an aggregate price of \$100,000 or more? .....  Yes  No

15. Within the past five (5) years, what is the number of bond issues for which the Applicant Firm has provided legal services? \_\_\_\_\_

a. Indicated the number of bonds issued (by type):  
 General Obligation: \_\_\_\_\_  
 Revenue: \_\_\_\_\_  
 Other (provide detail): \_\_\_\_\_

b. Indicate the type of representation for which the Applicant Firm was employed in the above bond issues:  
 Bond Counsel: \_\_\_\_\_  
 Issuer: \_\_\_\_\_  
 Underwriter: \_\_\_\_\_  
 Other (provide detail): \_\_\_\_\_

c. How many of the above indicated bond issues are currently in default? \_\_\_\_\_ or have experienced a default proceeding \_\_\_\_\_?

d. Within the past five (5) years, has the Applicant Firm provided any tax advice in connection with any bond transaction? .....  Yes  No

**SIGNING THIS FORM DOES NOT BIND THE APPLICANT FIRM OR THE COMPANY TO COMPLETE THE INSURANCE.**

SIGNATURE OF OWNER, PARTNER OR OFFICER	TITLE	DATE
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**For Utah Applicants Only:**

ANY MATTER IN DISPUTE BETWEEN YOU AND THE COMPANY MAY BE SUBJECT TO ARBITRATION AS AN ALTERNATIVE TO COURT ACTION PURSUANT TO THE RULES OF (THE AMERICAN ARBITRATION ASSOCIATION OR OTHER RECOGNIZED ARBITRATOR), A COPY OF WHICH IS AVAILABLE ON REQUEST FROM THE COMPANY. ANY DECISION REACHED BY ARBITRATION SHALL BE BINDING UPON BOTH YOU AND THE COMPANY. THE ARBITRATION AWARD MAY INCLUDE ATTORNEY'S FEES IF ALLOWED BY STATE LAW AND MAY BE ENTERED AS A JUDGEMENT IN ANY COURT OF PROPER JURISDICTION.

## **FRAUD WARNING STATEMENTS**

**ARKANSAS APPLICANTS:** ANY PERSON WHO KNOWINGLY PRESENTS A FALSE OR FRAUDULENT CLAIM FOR PAYMENT OF A LOSS OR BENEFIT OR KNOWINGLY PRESENTS FALSE INFORMATION IN AN APPLICATION FOR INSURANCE IS GUILTY OF A CRIME AND MAY BE SUBJECT TO FINES AND CONFINEMENT IN PRISON.

**COLORADO APPLICANTS:** IT IS UNLAWFUL TO KNOWINGLY PROVIDE FALSE, INCOMPLETE, OR MISLEADING FACTS OR INFORMATION TO AN INSURANCE COMPANY FOR THE PURPOSE OF DEFRAUDING OR ATTEMPTING TO DEFRAUD THE COMPANY. PENALTIES MAY INCLUDE IMPRISONMENT, FINES, DENIAL OF INSURANCE, AND CIVIL DAMAGES. ANY INSURANCE COMPANY OR AGENT OF AN INSURANCE COMPANY WHO KNOWINGLY PROVIDES FALSE, INCOMPLETE, OR MISLEADING FACTS OR INFORMATION TO A POLICY HOLDER OR CLAIMANT FOR THE PURPOSE OF DEFRAUDING OR ATTEMPTING TO DEFRAUD THE POLICY HOLDER OR CLAIMANT WITH REGARD TO A SETTLEMENT OR AWARD PAYABLE FROM INSURANCE PROCEEDS SHALL BE REPORTED TO THE COLORADO DIVISION OF INSURANCE WITHIN THE DEPARTMENT OF REGULATORY AGENCIES.

**DISTRICT OF COLUMBIA APPLICANTS:** IT IS A CRIME TO PROVIDE FALSE OR MISLEADING INFORMATION TO AN INSURER FOR THE PURPOSE OF DEFRAUDING THE INSURER OR ANY OTHER PERSON. PENALTIES INCLUDE IMPRISONMENT AND/OR FINES. IN ADDITION, AN INSURER MAY DENY INSURANCE BENEFITS IF FALSE INFORMATION MATERIALLY RELATED TO A CLAIM WAS PROVIDED BY THE APPLICANT."

**FLORIDA APPLICANTS:** ANY PERSON WHO KNOWINGLY AND WITH INTENT TO INJURE, DEFRAUD OR DECEIVE ANY INSURER FILES A STATEMENT OF CLAIM OR AN APPLICATION CONTAINING ANY FALSE, INCOMPLETE, OR MISLEADING INFORMATION IS GUILTY OF A FELONY OF THE THIRD DEGREE.

**HAWAII APPLICANTS:** FOR YOUR PROTECTION, HAWAII LAW REQUIRES YOU TO BE INFORMED THAT PRESENTING A FRAUDULENT CLAIM FOR PAYMENT OF A LOSS OR BENEFIT IS A CRIME PUNISHABLE BY FINES OR IMPRISONMENT, OR BOTH.

**KENTUCKY APPLICANTS:** ANY PERSON WHO KNOWINGLY AND WITH INTENT TO DEFRAUD ANY INSURANCE COMPANY OR OTHER PERSON FILES AN APPLICATION FOR INSURANCE CONTAINING ANY MATERIALLY FALSE INFORMATION OR CONCEALS FOR THE PURPOSE OF MISLEADING, INFORMATION CONCERNING ANY FACT MATERIAL THERETO COMMITS A FRAUDULENT INSURANCE ACT, WHICH IS A CRIME.

**LOUISIANA APPLICANTS:** ANY PERSON WHO KNOWINGLY PRESENTS A FALSE OR FRAUDULENT CLAIM FOR PAYMENT OF A LOSS OR BENEFIT OR KNOWINGLY PRESENTS FALSE INFORMATION IN AN APPLICATION FOR INSURANCE IS GUILTY OF A CRIME AND MAY BE SUBJECT TO FINES AND CONFINEMENT IN PRISON.

**MAINE APPLICANTS:** IT IS A CRIME TO KNOWINGLY PROVIDE FALSE, INCOMPLETE OR MISLEADING INFORMATION TO AN INSURANCE COMPANY FOR THE PURPOSE OF DEFRAUDING THE COMPANY. PENALTIES MAY INCLUDE IMPRISONMENT, FINES OR A DENIAL OF INSURANCE BENEFITS.

**NEW JERSEY APPLICANTS:** ANY PERSON WHO INCLUDES ANY FALSE OR MISLEADING INFORMATION ON AN APPLICATION FOR AN INSURANCE POLICY IS SUBJECT TO CRIMINAL AND CIVIL PENALTIES.

**NEW MEXICO APPLICANTS:** ANY PERSON WHO KNOWINGLY PRESENTS A FALSE OR FRAUDULENT CLAIM FOR PAYMENT OF A LOSS OR BENEFIT OR KNOWINGLY PRESENTS FALSE INFORMATION IN AN APPLICATION FOR INSURANCE IS GUILTY OF A CRIME AND MAY BE SUBJECT TO CIVIL FINES AND CRIMINAL PENALTIES.

**NEW YORK APPLICANTS:** ANY PERSON WHO KNOWINGLY AND WITH INTENT TO DEFRAUD ANY INSURANCE COMPANY OR OTHER PERSON FILES AN APPLICATION FOR INSURANCE CONTAINING ANY MATERIALLY FALSE INFORMATION OR CONCEALS FOR THE PURPOSE OF MISLEADING, INFORMATION CONCERNING ANY MATERIAL FACT THERETO COMMITS A FRAUDULENT INSURANCE ACT, WHICH IS A CRIME, AND SHALL BE ALSO SUBJECT TO A CIVIL PENALTY NOT TO EXCEED FIVE THOUSAND DOLLARS AND THE STATED VALUE OF THE CLAIM FOR EACH SUCH VIOLATION.

**OHIO APPLICANTS:** ANY PERSON WHO, WITH INTENT TO DEFRAUD OR KNOWING THAT HE IS FACILITATING A FRAUD AGAINST AN INSURER, SUBMITS AN APPLICATION OR FILES A CLAIM CONTAINING A FALSE OR DECEPTIVE STATEMENT IS GUILTY OF INSURANCE FRAUD.

**OKLAHOMA APPLICANTS:** WARNING: ANY PERSON WHO KNOWINGLY, AND WITH INTENT TO INJURE, DEFRAUD OR DECEIVE ANY INSURER, MAKES ANY CLAIM FOR THE PROCEEDS OF AN INSURANCE POLICY CONTAINING ANY FALSE, INCOMPLETE OR MISLEADING INFORMATION IS GUILTY OF A FELONY.

**OREGON APPLICANTS:** ANY PERSON WHO KNOWINGLY AND WITH INTENT TO DEFRAUD OR SOLICIT ANOTHER TO DEFRAUD AN INSURER: (1) BY SUBMITTING AN APPLICATION OR; (2) FILING A CLAIM CONTAINING A FALSE STATEMENT AS TO ANY MATERIAL FACT MAY BE VIOLATING STATE LAW.

**PENNSYLVANIA APPLICANTS:** ANY PERSON WHO KNOWINGLY AND WITH INTENT TO DEFRAUD ANY INSURANCE COMPANY OR OTHER PERSON FILES AN APPLICATION FOR INSURANCE OR STATEMENT OF CLAIM CONTAINING ANY MATERIALLY FALSE INFORMATION OR CONCEALS FOR THE PURPOSE OF MISLEADING, INFORMATION CONCERNING ANY FACT MATERIAL THERETO COMMITS A FRAUDULENT INSURANCE ACT, WHICH IS A CRIME AND SUBJECTS SUCH PERSON TO CRIMINAL AND CIVIL PENALTIES.

**PUERTO RICO APPLICANTS:** ANY PERSON WHO KNOWINGLY AND WITH INTENT TO DEFRAUD AN INSURANCE COMPANY PRESENTS FALSE INFORMATION IN AN INSURANCE APPLICATION, OR PRESENTS, HELPS, OR CAUSES THE PRESENTATION OF A FRAUDULENT CLAIM FOR THE PAYMENT OF A LOSS OR ANY OTHER BENEFIT, OR PRESENTS MORE THAN ONE CLAIM FOR THE SAME DAMAGE OR LOSS, SHALL INCUR A FELONY AND, UPON CONVICTION, SHALL BE SANCTIONED FOR EACH VIOLATION WITH THE PENALTY OF A FINE OF NOT LESS THAN FIVE THOUSAND (5,000) DOLLARS AND NOT MORE THAN TEN THOUSAND (10,000) DOLLARS, OR A FIXED TERM OF IMPRISONMENT FOR THREE (3) YEARS, OR BOTH PENALTIES. IF AGGRAVATED CIRCUMSTANCES PREVAIL, THE FIXED ESTABLISHED IMPRISONMENT MAY BE INCREASED TO A MAXIMUM OF FIVE (5) YEARS; IF EXTENUATING CIRCUMSTANCES PREVAIL, IT MAY BE REDUCED TO A MINIMUM OF TWO (2) YEARS.

TENNESSEE: IT IS A CRIME TO KNOWINGLY PROVIDE FALSE, INCOMPLETE OR MISLEADING INFORMATION TO AN INSURANCE COMPANY FOR THE PURPOSE OF DEFRAUDING THE COMPANY. PENALTIES INCLUDE IMPRISONMENT, FINES AND DENIAL OF INSURANCE BENEFITS.

VIRGINIA APPLICANTS: IT IS A CRIME TO KNOWINGLY PROVIDE FALSE, INCOMPLETE OR MISLEADING INFORMATION TO AN INSURANCE COMPANY FOR THE PURPOSE OF DEFRAUDING THE COMPANY. PENALTIES INCLUDE IMPRISONMENT, FINES AND DENIAL OF INSURANCE BENEFITS.

WEST VIRGINIA: ANY PERSON WHO KNOWINGLY PRESENTS A FALSE OR FRAUDULENT CLAIM FOR PAYMENT OF A LOSS OR BENEFIT OR KNOWINGLY PRESENTS FALSE INFORMATION IN AN APPLICATION FOR INSURANCE IS GUILTY OF A CRIME AND MAY BE SUBJECT TO FINES AND CONFINEMENT IN PRISON.