

**EXERCISE****US SECURITIES LAW FOR SECURITIES OFFERINGS****Background**

Your client is a US private company that's considering going public. The general counsel is an IP lawyer and doesn't have much experience with public companies or securities laws. She therefore wants a better understanding of the main securities laws that will apply to:

- The company's IPO;
- Future offerings of debt and equity securities; and
- The ongoing activities of the company after it goes public.

She has asked to meet with you later in the week to discuss the above.

The partner you're working with has asked to meet with you to hear what you plan to say to the GC.

**Instructions**

Come prepared to discuss what you'll say to the partner in advance of your client meeting. At a minimum, you should be sure to cover:

- How the 1933 Act applies to securities offerings.
- How the securities laws will impact the company after it goes public.
- Any differences in the applicable rules and regulations in case the company offers debt securities in the future.
- State securities laws issues the company may need to consider.