



Sarbanes-Oxley Compliance

Over the past few years, the business community has seen major changes with regard to disclosure requirements for public companies. Additionally, corporate governance requirements for issuers with securities traded on the NYSE, AMEX or NASDAQ have come about as a result of the Sarbanes-Oxley Act of 2002.

We advise domestic and foreign issuers on these new requirements as well as other matters relating to corporate governance, including:

- Preparing and reviewing proxy materials, annual, quarterly and other reports filed with the SEC and other matters as they relate to continued compliance with securities laws and disclosure obligations.
- Advising issuers on interactions with the investment community, including dealing with analysts and the requirements of Regulation FD, as well as review of quarterly earnings releases.
- Section 16 reporting compliance programs.
- Creating direct stock purchase and dividend reinvestment programs.
- Creating equity incentive plans, such as stock option, stock appreciation and restricted stock plans, employee stock purchase plans and other benefit plans, working closely with members of the firm's ERISA practice group.
- Advising foreign and domestic issuers as to the requirements of the NYSE, AMEX and NASDAQ.
- The preparation and review of committee charters, codes of ethics, guidelines and standards.
- Sarbanes-Oxley compliance.
- Assisting clients in addressing shareholder proposals.
- Assisting clients in responding to SEC comment letters.
- Advising clients on the latest developments in corporate governance.

Attorneys

Walter L. Draney
William C. Hermann
Jonathan A. Koff
William M. Libit

Related Practices

Business Contracts
Commercial Litigation and
Alternative Dispute
Resolution
Corporate Counseling
Employee Benefits and
Executive Compensation
General Corporate
Mergers and Acquisitions
SEC and Stock Exchange
Compliance
Taxation