

# SECURITIES SUPPLEMENT

Firm Name: \_\_\_\_\_

1. Please provide the following information for each filing. Include filings that were withdrawn, offerings which were unsuccessful, and filings made pursuant to an exemption from registration, and filings anticipated within the next 90 days. Also, provide this information on affiliated reports, statements or similar offering documents.

| Date Offering Began            | Name of Issuer | Type of Offering (1)    | Nature of Client's Business | Dollar Amt. of Offering | Description of Security | Registered or Exempt Offering | Did Firm Render an Opinion? Y/N | Applicant Lawyer For? (2) |
|--------------------------------|----------------|-------------------------|-----------------------------|-------------------------|-------------------------|-------------------------------|---------------------------------|---------------------------|
|                                |                |                         |                             |                         |                         |                               |                                 |                           |
|                                |                |                         |                             |                         |                         |                               |                                 |                           |
|                                |                |                         |                             |                         |                         |                               |                                 |                           |
| <u>(1) Key</u>                 |                |                         |                             | <u>(2) Key</u>          |                         |                               |                                 |                           |
| Private Placement=PR           |                | Syndication=SY          |                             | Issuer = I              |                         | Purchaser=P                   |                                 |                           |
| Public Initial Placement=PUI   |                | Municipal Financing=M   |                             | Underwriter=U           |                         | Auditor=A                     |                                 |                           |
| Public Secondary Placement=PUS |                | Limited Partnership=LTP |                             | Lender=L                |                         | Other=O (Please specify)      |                                 |                           |
| Bond (Private)=B               |                |                         |                             |                         |                         |                               |                                 |                           |

2. Exempted Securities: Within the past five (5) years, has the Firm provided legal services in connection with the offer and sale of Securities in any transaction involving a Security that was intended to be an exempted Security under one of the provision of Section 3(a) of the 1933 Act?  Yes  No
3. Tender Offers and exchange Offers:
- a. Has the Firm provided legal services in connection with any tender offer or exchange offer?  Yes  No
- b. Has the Firm advised any client with respect to a tender offer made or proposed to be made involving any entity whose management opposes or opposed such offer?  Yes  No
4. Proxy Contests:
- a. Has the Firm provided legal services in connection with any proxy contest involving a Public Company?  Yes  No
- b. Was the Firm's client, in connection with any such contest, a person or entity opposing director nominees of the Public Company or its management?  Yes  No
5. Within the past five (5) years, has the Firm provided legal services in connection with the offer and sale of Securities in any transaction involving a Security that was intended to be exempt under one or more of the following provisions of Section 3(a) of the 1933 Act:
- a. Section 3(a)(2) as it relates to any Security issued or guaranteed by a bank?  Yes  No
- b. Section 3(a)(2) as it relates to any Security issued by the U.S. or any State or political subdivision or public instrumentality of the U. S. or any state?  Yes  No
- c. Section 3(a)(6) as it relates to any Security issued by a Savings and Loan Institution?  Yes  No

Please complete the schedule below for Securities addressed in Question 5a or 5c:

| Name of Institution | Location | Nature of Legal Services Provided | Dates of Service |
|---------------------|----------|-----------------------------------|------------------|
|                     |          |                                   |                  |
|                     |          |                                   |                  |
|                     |          |                                   |                  |

6. a. Has the Firm provided legal services in connection with the offer and sale of private placement bonds?  Yes  No
- b. 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

7. Within the past five (5) years, what is the number of bond issues for which the Firm has provided legal services? \_\_\_\_\_
- a. Indicate the number of bonds issued (by type):
- General Obligation \_\_\_\_\_ Revenue \_\_\_\_\_ Other (provide detail) \_\_\_\_\_
- b. Indicate the entity which retained the Firm in the above bond issues:
- Bond Counsel \_\_\_\_\_ Issuer \_\_\_\_\_ Underwriter \_\_\_\_\_ Other (provide detail) \_\_\_\_\_
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- c. How many of the above indicated bond issues are currently in default \_\_\_\_\_ or have experienced a default proceeding \_\_\_\_\_?

8. Client Identification and Evaluation:
- a. Do you have a procedure for new client identification intended to assure that there will be no conflict of interest with respect to the Securities matters to be undertaken by the Firm? . . . . .  Yes  No
- b. Do you 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
- c. Do you use an engagement letter with each client that retains the Firm in connection with any Securities offering, including existing clients? . . . . .  Yes  No

9. Disclosure and Opinion Requirements:
- a. Do you 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. Do you require the preservation of written records of the factual source and verification made by the Firm's lawyers in connection with disclosure documents and preservation of records to support opinions rendered by the Firm? . . . . .  Yes  No
- c. Do you prohibit your lawyers and staff from participating in the Securities selling process?  Yes  No

If "No" to any part of Question 9, please provide explanation: \_\_\_\_\_

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10. Potential Conflicts:
- a. Do, or have, you always prohibit(ed) a Securities Lawyer with an investment in a client from working on Securities with that client? . . . . .  Yes  No
- b. Do, or have, you always prohibit(ed) a Securities Lawyer from trading and investing in client Securities? . . . . .  Yes  No
- c. Do, or have, you always prohibit(ed) a non-Securities Lawyer from trading and investing in client Securities? . . . . .  Yes  No
- d. Do you require a Securities Lawyer to disclose all Securities investments of the Firm? . . . . .  Yes  No
- e. Do you 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
- f. Do, or have, you 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
- g. Do, or have, you 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 of Question 9, please provide explanation: \_\_\_\_\_

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11. For each employee or representative of the Firm handling Securities matters, please provide the following information:

| Employee/Representative Name | Securities Practice –<br>Billable Hours Most Recent<br>12 Months | Billable Hours –<br>Prior 12 Months | Years of Securities<br>Experience |
|------------------------------|--|-------------------------------------|-----------------------------------|
|                              |  |                                     |                                   |
|                              |  |                                     |                                   |
|                              |  |                                     |                                   |

