

# Securities & Capital Markets

We offer a full-service capital markets practice that provides transactional and ongoing advice through all stages for companies of all sizes. With senior-level attention, we have represented investment banks and investors in connection with U.S. and global capital markets transactions, including SEC registered, Regulation D, Rule 144A and Regulation S offerings. Our expertise spans equity and debt products, including initial public offerings, investment grade and non-investment grade debt, SPACs and other permanent capital vehicles, preferred stock, equity-linked securities, PIPEs and registered direct offerings.

In addition to our transactional capital markets practice, we counsel public companies, their boards, board committees, special committees, executive officers and investors in connection with ongoing compliance under the U.S. securities laws, including under Dodd-Frank and Sarbanes-Oxley, and with exchange requirements, as well as on governance and executive compensation matters.

We operate 12 offices across the Midwest in Appleton, WI; Chicago, IL; Crystal Lake, IL; Indianapolis, IN; Milwaukee, WI; St. Charles, IL; Brookfield, WI; Columbus, OH; Green Bay, WI; Rockford, IL; and St. Louis, MO. While our brick and mortar presence is regional, we resolve legal issues throughout the U.S. and internationally.

Our practice experience includes:

- Periodic and current reports (10-Ks, 10-Qs, and 8-Ks)
- Proxy statements, shareholder proposals, and proxy solicitation contests
- Issuer self-tender offers and exchange offers
- Third-party tender offers
- Exchange-listing standards and applications
- Beneficial ownership and insider reporting
- Advice on short-swing profits and insider trading
- Executive compensation disclosure and Sarbanes-Oxley
- Registered offerings, including initial and follow-on public offerings
- Private placements under Regulation D and other exempt offerings
- Venture capital financings
- Rule 144A offerings
- Preparation of registration statements, prospectuses, and offering memoranda

## PROFESSIONALS

Eric M. Fogel  
Partner

Vic Peterson  
Partner

Steven K. Sims  
Partner

Ryan M. Spott  
Partner

Daniel Spungen  
Partner

John W. Tanselle  
Partner

Karen A. Tobin  
Partner

Larry Tomlin  
Partner

Michael Van Someren  
Partner

## RELATED SERVICES

Corporate & Securities

- Going-private transactions
- Blue sky issues
- Fund formation, broker-dealer and investment adviser regulations
- Resales of restricted securities
- Equity-linked securities (phantom stock and convertible debt)
- Options, warrants, preferred stock
- Stockholder rights

## Securities & Capital Markets

### Experience

Prosecuted Minority Shareholder Breach of Fiduciary Duty Claims to Judgment

Defended Majority Business Owner Against Claims in Excess of \$2 Million

Facilitated \$12.7M Stock Sale and Client Portfolio Diversification

### Firm News

Subscribe to Amundsen Davis's Litigation Nation Podcast for the latest legal updates!

Firm News

Amundsen Davis Promotes Three Attorneys to Partner

Firm News, February 21, 2023

36 Amundsen Davis Attorneys Recognized by *Best Lawyers in America*© 2023

Firm News, August 18, 2022

Amundsen Davis Promotes Five Attorneys to Partner

Firm News, March 14, 2022

Attorney Steven Sims Joins Amundsen Davis's Corporate Practice Group

January 2, 2020

John Tanselle Honored as Distinguished Fellow by the Indianapolis Bar

Foundation

November 21, 2017

### Alerts

Borrowers Under SBA 504 and SBA 7(a) Loan Programs Eligible for Deferral of Principal, Interest and Fees for up to Six Months

Article, March 20, 2020

Employer Relief May Be in Sight – Senate Bill Includes Forgivable Loans to Maintain Payroll for Next Four Months  
Article, March 20, 2020

Coronavirus Challenges for Commercial Landlords  
Article, March 17, 2020

More Accredited Investors? SEC Contemplates Expanding the Pool of Individuals That May Invest In Private Placements  
Article, January 8, 2020

Modern Commercial Financing: Your Guide to Regulation A+  
Article, September 25, 2017

Regulation A+: An Alternative to Private Placements and Initial Public Offerings  
Article, May 4, 2017

## Events

The Corporate Paralegal: Overcoming Top Challenges  
Speaking Engagement, Institute for Paralegal Education; Webinar, March 8, 2018

## Published Works

State of Illinois Force Majeure Law Compendium (during COVID-19 pandemic)  
*USLAW*, June 5, 2020

## Blog Posts

Impact of the SEC's 2024 Examination Priorities Report for Investment Advisers  
*Corporate News: A Legal Update*, March 21, 2024

What the SEC's New Strategic Plan Means for the Financial Industry and Investors  
*Corporate News: A Legal Update*, September 7, 2022