



Corporate Finance, Governance & Securities

SECURITIES

Foster Swift attorneys have extensive experience representing issuers, underwriters, and lenders in offerings of debt, equity, and other financial instruments. Our clients range from start-ups to small cap publicly-traded companies. From venture capital financing and private placements to IPOs, our attorneys have the skills and experience required to meet your needs.

Our attorneys frequently advise on numerous federal and state laws, including the Securities Act of 1933, the Securities Exchange Act of 1934, the Sarbanes-Oxley Act of 2002, the Dodd-Frank Wall Street Reform and Consumer Protection Act, the Michigan Uniform Securities Act (2002), and the rules of various stock exchanges, including the NYSE and NASDAQ.

Specifically, some of our areas of expertise include:

- Private Placements
- Registered Offerings
- Blue Sky Compliance
- Broker/Dealer Registrations and Compliance
- SEC Filings, including registration statements and Forms 10-K, 10-Q and 8-K
- Proxy Solicitations
- Investment Advisor Registration and Compliance

CORPORATE GOVERNANCE

The demands of proper corporate governance have increased in recent years. Foster Swift attorneys regularly advise public and private companies, boards of directors, and executive officers regarding the entire spectrum of corporate governance issues, including fiduciary duties, shareholder relations, and compliance with federal and state regulations.

Specifically, some of our areas of expertise include:

- Fiduciary Duties

ATTORNEYS

Senior Shareholder

Jack A. Siebers

Shareholder

Randall L. Harbour

Matt G. Hrebec

John M. Kamins

Iris K. Linder

RELATED PRACTICES

Banking & Finance

Banking & Lender Litigation

Banking, Finance & Real Estate

Financial Institution Regulation & Compliance

Loan Transactions

Public Finance - Bond



- Conflicts of Interest
- Shareholder Proposals
- Articles and Bylaws
- Boards of Directors Nominations
- Audit Committee Oversight Duties
- Internal Controls
- Compensation Committee Duties and SEC Compliance
- Shareholder Relations

CORPORATE FINANCE

Foster Swift has an experienced and skilled corporate finance practice. Our clients include private and publicly-traded businesses in their roles as borrowers, lenders, investors, buyers, and sellers. We regularly represent corporations, investment funds, banks, and equity investors in an array of financing transactions.

Specifically, some of our areas of expertise include:

- Venture Capital and Angel Investment
- "Going Private" Transactions
- Mezzanine Financing
- Traditional Secured and Unsecured Bank Debt
- Bond Financings
- Joint Ventures
- Recapitalizations and Restructurings

PUBLICATIONS & ALERTS

JOBS Act Aims to Ease Access to Capital, *Foster Swift Business & Corporate Law Report*, May 2, 2012

SEC Issues New Rule on Accredited Investors, *Foster Swift Business & Corporate Law Report*, May 2012

EVENTS

The New Michigan Uniform Securities Act, *ICLE Seminar*, October 2009

Bridge Financings of Emerging Growth Companies – What Lawyers Representing Investors and Companies Need to Know, *ABA Annual Meeting*, August 2008

The Winning Legal Strategies for Doing VC Deals Conferences, *Reed Logic (audio/print seminar)*, 2006