

Securities Law Primer: Key Securities and Corporate Law Issues

Business Law

Date: Friday, September 14, 2018 | 9:00 am to 12:00 pm

Location: Twenty Toronto Street Conferences and Events
20 Toronto Street, 2nd Floor, Toronto

Program Chairs: **Glen Johnson**, Torys LLP
Kathleen Skerrett, Gardiner Roberts LLP



Live Webcast



Substantive Hours: This program is eligible for up to **3h 00m**

If you are new to the practice of securities law or are looking for some foundational knowledge to strengthen your existing practice, do not miss this program. Hear from our expert speakers, including from the Ontario Securities Commission, on core concepts explained in practical terms, as well as recent developments and trends you need to be aware of. Register now to secure your place at this essential program!

8:30 am	Registration and Coffee	10:50 am	Networking Break
9:00 am	Welcome and Opening Remarks from the Program Chairs	11:10 am	Other Securities Law Requirements Glen Johnson , Torys LLP Ramandeep Grewal , Stikeman Elliott LLP <i>Hear an important overview of the reporting requirements for both private and public companies when fundraising exemptions are being relied on as well as insider reporting requirements. Also gain a solid understanding of the fundamentals of the registration system and how it applies to public and private companies raising capital. Finally, get an important overview of the requirements of the take-over bid regime.</i>
9:10 am	Key Corporate Law Considerations Kathleen Skerrett , Gardiner Roberts LLP <i>In this session, gain a critical foundational understanding of the general corporate law provisions that are applicable to the issuance of securities and corporate governance. This is your framework on which to build the rest of your knowledge of securities law requirements.</i> <ul style="list-style-type: none"> • Required board and shareholder authorizations and permitted delegation • Form and adequacy of consideration • Required documentation • Compliance with restrictions in articles / unanimous shareholder agreements • Required disclosures and shareholder communications under corporate law • Special issues for trusts and partnerships • Capital accounts and tax / accounting treatment of issuances and redemptions 	<ul style="list-style-type: none"> • Required filings <ul style="list-style-type: none"> ◦ offering memorandum ◦ trade reporting ◦ insider reporting • Registration and involving a dealer: what must an issuer do? • Common compliance issues / frequently occurring questions • Issuer repurchases and issuer bids • Take-over bid regulation and exemptions • Special issues as the shareholder base grows 	
10:00 am	Securities Law Compliance: Prospectus Exemptions Steven Oh , Ontario Securities Commission Jeff Scanlon , Ontario Securities Commission <i>Gain a practical understanding of when securities laws must be complied with in addition to the general corporate framework, how the closed system in Canada works and the most frequently used prospectus exemptions for fundraising. You will walk away with guidance on how to properly utilize these exemptions.</i> <ul style="list-style-type: none"> • When will securities laws apply? • Key concepts: securities, trades and distributions • Jurisdictional considerations • Review of key exemptions <ul style="list-style-type: none"> ◦ private issuer ◦ friends, family and business associates ◦ accredited investor ◦ minimum amount investment ◦ employee exemptions ◦ offering memorandum exemption ◦ crowdfunding • Offering documents and liability • Resale requirements and conditions • Recent updates and developing trends 	11:50 am	Closing Remarks from the Program Chairs
		12:00 pm	Program Concludes

PROGRAM REGISTRATION IS ONLINE www.oba.org/pd

Questions? pd@oba.org