

PRODUCT QUESTIONNAIRE

Instructions

1. This questionnaire is the basis for all marketing materials related to this product. Timely completion of this questionnaire is crucial to ensure marketing efforts are as effective as possible
2. Responses should be complete and succinct
3. Upon completion, submit this to your Attorney Editor e-mail via or hard copy
4. In order to create marketing materials the due date is 3-months prior to release

Book Information

Title:	<i>U.S. Securities Law for International Financial Transactions and Capital Markets, 2d</i>
Author:	Guy P. Lander

Questionnaire

1. Please provide a description of your book. (30 words or less)

Comprehensive guidance on both the U.S. securities laws and their international aspects. How U.S. law securities laws cover cross-border corporate finance transactions, mergers and acquisitions (“M&A”), capital markets and financial services regulation (broker-dealer and investment adviser regulation).

2. Why was this title created?

There is no other source like this for working lawyers.

3. What makes this book unique? (If it’s a new edition, what has changed from the previous edition?)

It is the only treatise comprehensively covering both the U.S. securities laws and their international or cross-border aspects and that area has grown both in size and volume of transactions. It is also written in plain English to be easily understood and accessible to the reader of any level.

4. Describe the primary and secondary audience(s) you wrote this book for; if you were selling your book, who would you look for? (Think firm size, type of

organization, associate, partner, c-level, in-house, judicial, government, practice area—please rank these in order of importance. If it’s a corporation, what kind of company would it be?)

Any law firm doing securities law, i.e., corporate finance, M&A and financial services work at the associate or partner level.

In house lawyers at US companies that are involved in corporate financing, M&A or financial services work.

In house lawyers at non-US companies that are listed in the U.S.

Governmental lawyers doing securities work.

5. If you had 10 seconds to talk about your book with a potential customer, what would you say about it?

It is the only treatise that comprehensively covers both the U.S. securities laws and their international or cross-border aspects. It is also written in plain English to be easily understood and accessible to the reader of any level.

6. Are there any trends or forces of change in this practice area that make this product attractive to potential buyers? If so, please identify the trends/forces and how this product addresses them.

The size and amount of financial transactions with cross-border aspects has continued to grow every year.

It is now the only treatise in the field.

7. What pain points does this product address in an attorney’s practice? Identify each pain point and how this product addresses each of them. (Think about what this book “does”, not what it “is”).

Pain Point	How does this product address the pain point?	What are the consequences if the pain point is not addressed?
The treatise covers each of the areas below. Each of them is complex and difficult.	For lawyers involved in large or complex transactions or those just trying to learn the relevant area, the treatise provides both a comprehensive treatment of each of the areas listed and is also written in plain English	The working lawyer will be overwhelmed, miss important issues and make mistakes.

	to be easily understood and accessible to the reader of any level.	
Public offerings of equity securities by a foreign issuer into U.S. markets, including rights offerings, dividends, spinoffs, employee stock offerings and use of electronic media		
U.S. listing requirements and corporate governance, including NYSE and NASDAQ listing and corporate governance requirements		
Debt offerings in the United States by foreign issuers, foreign governments, commercial paper, and the Trust Indenture Act		
Registration and public company reporting under the Securities Exchange Act and related obligations, including internal controls and disclosure controls, non-GAAP financial measures, director and executive officers, attorneys and other gatekeepers, SEC enforcement, civil litigation and criminal penalties		
Financial statements and other accounting issues, including accounting and auditing standards, PCAOB auditing standards, audits		

of internal control over financial reporting, U.S. GAAS audit requirements, SOX and related SEC rules for auditors and conflicts of interest, auditor independence, financial statement staleness and other rules, management discussion and analysis American Depositary Receipts		
Regulation S – securities offerings outside the U.S.		
Global offerings, including underwriting arrangements publicity, FINRA rules, anti-market manipulation rules, and Regulation M stabilization rules		
Shareholder reporting and beneficial ownership reporting rules, reporting by institutional investment managers and large traders, including Schedules 13D and 13G and insider reporting under Section 16 and short-swing profit recovery		
Tender offers, exchange offers, mergers and other forms of business combinations, cross border tender offers and business combinations, federal margin regulations, other federal filing requirements, and issuer self tender purchases of its own equity securities		

The Multijurisdictional Disclosure System with Canada		
Broker-dealer registration and regulation		
Investment adviser registration and regulation		
State “blue sky” securities regulation		

8. In what type of real-world situations would an attorney/professional use this product? Please provide a one-paragraph scenario and how your product provides a solution to the issue in the scenario.

When attorneys are confronted with a corporate financing, M&A transaction, broker-dealer issue, or investment adviser issue, this treatise provides comprehensive guidance on how to handle these matters.

9. If a sales rep is trying to sell your book, what questions would he/she ask to determine if his/her prospect can use your book?

Does he or she confront a securities transaction, corporate financing, M&A transaction or financial services issues (broker-dealer or investment adviser issues)?

10. What customer objections would a sales rep have to overcome and how would he/she overcome them? (Example: “I already have this other book that’s similar. Why would I need this one?”)

Why would I need this one?

Because it’s the only treatise that in one place provides comprehensive guidance on both the U.S. securities laws and their international/cross border aspects. And, it is written in plain English to make it easily understood by the reader.

11. If a customer did a search on the Internet for this book, what key words would he/she use?

International cross border aspects of U.S. securities law.

12. Why would a customer need both a print and an online version of this title?

It is easier to work with when you have both available.

13. Why would a customer want to have this title alongside other related West titles on this same topic?

This is the only title that so comprehensively covers both the U.S. securities laws and their cross-border/international aspects.

Competition

14. What are the competitive products for your book? (Think of books published by other companies, websites, bar associations, professional organizations, etc. Please be specific.)

The only competitor was a similar book called U.S. Regulation of International Securities and Derivatives Markets by Edward F. Greene, et al. This book was discontinued about 5 years ago.

15. How is your book different/better than the competition? What arguments can you provide that would overcome competitors' claims?

There is no similar book.

Author Information

1. Please include your curriculum vitae or a link to a website with your biographical information.

[Guy P. Lander | Carter Ledyard & Milburn LLP \(clm.com\);
https://www.clm.com/professionals/guy-p-lander/](https://www.clm.com/professionals/guy-p-lander/)

2. Please identify any relevant memberships in any professional or alumni associations.

They are listed in my bio above.

3. Please list any awards or accolades you have received during your career.

They are listed in my bio above.

4. Are you interested in promoting your title at your speaking engagements?

Yes.

- 4a. Please list any speaking engagements in which you have participated in the past.
5. If we provide you with an email template that includes product information, would you use it to market your title to colleagues and others in your professional network?

Yes.

6. In what other ways would you go about self-marketing your title?

Our firm's marketing headplans the following:

- I. Press release underscoring the importance of the publication with link on website
 - a. Distribute to relevant legal press outlets
 - b. Post on website
 - c. Promote on LinkedIn
 - i. Boost LinkedIn post for added visibility (set budget)
- II. Create separate page on our Thought Leadership specialized Insights page
 - a. Featured Series | Carter Ledyard & Milburn LLP (clm.com)
 - i. Adding a "circle" with the landing page for the publication
 - b. Promote the landing page separately in LinkedIn posts as multiple chapters
- III. Syndicated Mondaq publication visibility
- IV. Potentially serializing the contents of the publication and creating both audio and video summaries to re-promote
 - a. LinkedIn
 - b. Website
 - c. Mondaq
- V. Adding the link to the landing page for the News page; Guy's biography; and Practice pages for Capital Markets and Securities pages
- VI. Offer Discount Code *subject to TR input

7. In addition to the subject matter of your current publication, are there other legal topics on which you are interested in speaking? If yes, what are those topics?

Not at this time.

8. If you would like to link from your website to your book's product page on the West store, please provide contact information for the marketing contact at your firm or your firm's website administrator.

Jenn Topper, topper@clm.com

9. Can you provide any peer reviews or quotations from colleagues who are willing to be quoted in promotional materials?

There were book reviews published when the book was initially published. You should have them in your files. If you don't, let me know, and I'll see if I can find them.

10. Please provide a current photograph.



See attached photograph.

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Title:	U.S. Securities Law for International Financial Transactions and Capital Markets
Author:	Guy P. Lander
Price:	
Material #:	16391387
Is this title part of a practice series? If so, which one?	Securities Law Series
Components (# of volumes, hardbound, softbound, CD, on Westlaw)	1
Related Titles:	Securities Law Series
Editor Comments:	Author is very invested in title.
Attach Summary of Contents	U.S. Securities Law for International Financial Transactions and Capital Markets, 2d provides comprehensive guidance on the U.S. securities laws and their international aspects. It discusses how U.S. law securities laws relate to cross-border corporate finance transactions, mergers and acquisitions, capital markets, and financial services regulation — broker-dealer and investment adviser regulation. Written by a preeminent New York attorney with over 45 years of experience in international securities transactions and capital markets, the treatise provides securities

attorneys with a comprehensive discussion of the fundamentals of U.S. securities law and its international aspects.

This treatise covers in-depth public offerings and listings on U.S. exchanges, private placements, and other offerings exempt from registration under the Securities Act. It also addresses public company registration and reporting, corporate governance, financial statements, and other accounting issues; American Depositary Receipts (ADRs); global offerings, including Regulation S, shareholder reporting, tender offers, and other business combinations; the Canadian-U.S. Multijurisdictional Disclosure System (MJDS); financial services regulation, including broker-dealer and investment adviser regulation; and state securities “blue sky” law.

The text covers:

- Public offerings of equity securities by a foreign issuer into U.S. markets, including rights offerings, dividends, spinoffs, employee stock offerings, and use of electronic media
- U.S. listing requirements and corporate governance, including NYSE and NASDAQ listing and corporate governance requirements
- Debt offerings in the United States by foreign issuers, foreign governments, commercial paper, and the Trust Indenture Act
- Private placements and resales of private placement securities in the United States under case law, Regulation D, and Rule 144A and their interaction with Regulation S
- Registration and public company reporting under the Securities Exchange Act and related obligations, including internal controls and disclosure controls, non-GAAP financial measures, director and executive officers, attorneys and other gatekeepers, SEC enforcement, civil litigation, and criminal penalties
- Financial statements and other accounting issues, including accounting and auditing standards, PCAOB auditing standards, audits of internal control over financial reporting,

	<p>U.S. GAAS audit requirements, SOX and related SEC rules for auditors and conflicts of interest, auditor independence, financial statement staleness and other rules, management discussion, and analysis</p> <ul style="list-style-type: none">• American Depositary Receipts• Regulation S: securities offerings outside the U.S.• Global offerings, including underwriting arrangements publicity, FINRA rules, anti-market manipulation rules, and Regulation M stabilization rules• Shareholder reporting and beneficial ownership reporting rules, reporting by institutional investment managers and large traders, including Schedules 13D and 13G, insider reporting under Section 16, and short-swing profit recovery• Tender offers, exchange offers, mergers and other forms of business combinations, cross-border tender offers and business combinations, federal margin regulations, other federal filing requirements, and issuer self-tender purchases of its own equity securities• The Multijurisdictional Disclosure System with Canada• Broker-dealer registration and regulation• Investment adviser registration and regulation• State “blue sky” securities regulation
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