



## SECURITIES SUPPLEMENTAL APPLICATION

Administered by:  
Lockton Risk Services

800-250-7876

Name of Applicant:

If in the past five (5) years, the applicant has, or is now, practicing in any area of securities law, including but not limited to providing any legal services that involve any state or federal securities, both **exempt** and **registered**, or any limited partnerships, syndications, private placements, tax shelters, prospectus, opinions of exemptions, or any other securities work, this supplement must be completed in its **ENTIRETY**, signed and dated by a securities lawyer who is an owner, officer or partner of the firm.

### Section I. – Risk Management

Yes    No

#### A. Client Identification and Evaluation

- |  |                          |                          |
|--|--------------------------|--------------------------|
| (1) Does the applicant (partners, associates, and/or employees of the firm) follow a routine 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 applicant?<br><b>If Yes, is the procedure in writing?</b>  | <input type="checkbox"/> | <input type="checkbox"/> |
| (2) Does the applicant follow a routine procedure for evaluating a new client seeking securities advice relevant to a proposed transaction or offering to determine such items as the client's financial strength, management expertise, reputation, the nature of its business, and history of changing securities attorneys and accountants?<br><b>If Yes, is the procedure in writing?</b><br><b>If Yes, is this evaluation conducted by a lawyer or committee of lawyers who are not anticipated to work directly with the client?</b> | <input type="checkbox"/> | <input type="checkbox"/> |
| (3) Does the applicant issue an engagement letter to each new client that retains the applicant in connection with a securities offering?  | <input type="checkbox"/> | <input type="checkbox"/> |

#### B. Legal Opinions

- |  |                          |                          |
|--|--------------------------|--------------------------|
| (1) Does the applicant follow a routine procedure requiring the preservation of written records of the factual sources and verification made by the applicant's lawyers in order to support legal opinions rendered by the applicant?<br><b>If Yes, is the procedure in writing?</b> | <input type="checkbox"/> | <input type="checkbox"/> |
| (2) Does the applicant follow a routine procedure requiring at least one securities lawyer who is not working on the transaction in question to review and approve all written legal opinions to be furnished in the transaction?<br><b>If Yes, is the procedure in writing?</b>     | <input type="checkbox"/> | <input type="checkbox"/> |

#### C. Disclosure Requirements and Exemptions

- |   |                          |                          |
|---|--------------------------|--------------------------|
| (1) Does the applicant follow a routine procedure requiring an experienced securities lawyer to interview the client's directors, executive officers, and principals in connection with the preparation and review of disclosure documents?<br><b>If Yes, is the procedure in writing?</b>    | <input type="checkbox"/> | <input type="checkbox"/> |
| (2) Does the applicant follow a routine procedure requiring the preservation of written records of the factual sources and verification made by the applicant's lawyers in connection with the preparation and review of disclosure documents?<br><b>If Yes, is the procedure in writing?</b> | <input type="checkbox"/> | <input type="checkbox"/> |
| (3) Does the applicant follow a routine procedure requiring back-up "cold review" of disclosure documents by an experienced securities lawyer who is not working on the transaction?<br><b>If Yes, is the procedure in writing?</b>   | <input type="checkbox"/> | <input type="checkbox"/> |
| (4) Does the applicant follow a routine procedure precluding the use of the applicant's name in disclosure documents except for having opined on specific legal matters?  | <input type="checkbox"/> | <input type="checkbox"/> |

**If Yes, is the procedure in writing?**

(5) Does the applicant have an enforced policy that prohibits its lawyers and staff from participating in the securities selling process (e.g., not participating in marketing meetings or calls involving prospective investors)?

**If Yes, is the policy in writing?**

(6) Does the applicant follow a routine procedure by which the client's obligation to pay for the services is contingent upon the closing of a securities transaction?

**If Yes, is the procedure in writing?**

(7) Does the applicant follow a routine procedure by which a client pays for the applicant's services with the client's securities?

**If Yes, is the procedure in writing?**

(8) Does the applicant follow a routine procedure governing trading and investing in securities by firm members?

**If Yes, is the procedure in writing?**

(9) Does the applicant have an enforced policy that prohibits a lawyer with an investment in a client from working on a securities transaction for such client?

**If Yes, is the policy in writing?**

(10) Does the applicant have an enforced policy that prohibits any lawyer who is a director, officer or general partner of a client from working on a securities transaction for such client?

**If Yes, is the policy in writing?**

(11) Does the applicant have an enforced policy that prohibits any contingency payment arrangement or any other arrangement by which a client pays for the applicant's services with the client's securities?

**If Yes, is the policy in writing?**

(12) Does the applicant follow a routine procedure that is intended to prevent the improper use of inside information or the tipping of such information by its lawyers and staff?

**If Yes, is the procedure in writing?**

(13) Does the applicant follow a routine procedure requiring Executive or Management Committee review and approval prior to any lawyer serving as director, officer or general partner of a client?

**If Yes, is the procedure in writing?**

(14) During the past three (3) years, has the applicant been the subject of any investigations by the SEC, been terminated by a client for whom legal services involving securities had been provided or had a dispute with a client necessitating disclosure to securities regulators? **If Yes, provide details:**

Name of Client	Date of Withdrawal or Dispute	Description of Withdrawal or Dispute

**Yes**  **No**

(15) Has any past or present applicant been named as a party in a legal action under the SEC Acts of 1933 or 1934, state statute or common law tort actions arising out of or relating to the issuance, offering or sale of securities?

**If yes, describe fully:**

**Section II. – Recent Experience**

A. Provide the legal fees derived from the applicant firm's securities practice during the last fiscal year. \$

B. Provide the experience of the applicant firm's securities lawyers:

Lawyer's Name	# of Years SEC Experience	Billable Hours Most recent 12 months	Billable Hours Prior 12 Months

**Section III. – Exempt and Non-Exempt Transaction Summary**

List in chronological order the securities transactions expected to be initiated or concluded within the next 90 days, Also list the most recent securities issues for the last 24 months. If less than ten (10) issues, list all for the last five (5) years. Include all that were withdrawn or were unsuccessful. Please provide the following information.

Please see notes below for assistance in completing this information.

(1) Date	(2) Issuer	(3) Business	(4) Type of Offering	(5) Dollar Size of Offering	(6) Exempt (E) or Registered (R)	(7) Did Firm Render Tax Opinion Yes / No		(8) Underwriter	(9) Accountant	(10) As Counsel (Specify)	(11) Equity Interest or Official Capacity with Issuer
						<input type="checkbox"/>	<input type="checkbox"/>				
						<input type="checkbox"/>	<input type="checkbox"/>				
						<input type="checkbox"/>	<input type="checkbox"/>				
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						<input type="checkbox"/>	<input type="checkbox"/>				

**NOTES:**

(1) Date	If filed, the date of filing, otherwise an estimated date.
(2) Issuer	The name of the organization issuing the securities.
(3) Business	The business activity of the issuer, i.e., Electronics, Real Estate.
(4) Type of Offering	Form of security offered. Specify: PR – Private Placement PIS – Public Secondary Placement SY – Syndication LP – Limited Partnership CP – Corporate Bond PUI – Public Initial Placement TS – Tax Shelter O – Other (specify)
(5) Dollar Size of Offering	The maximum dollar amount sold or anticipated to be sold.
(6) Exempt or Registered	Specify Exempt (E) or Registered (R)
(7) Did Firm Render Tax Opinion?	Yes or No
(8) Underwriter	The name of the organization underwriting the securities.

(9) Accountant	The name of the accountant involved in the issue.
(10) As Counsel	Specify: I – Issuer L – Lender P – Purchaser U – Underwriter IC – Insurance Company A – Auditor O – Other (specify)
(11) Indicate the equity interest or official capacity with issuer	Capacity means Lawyer is officer, director, general counsel or employee of issuer. <b>Note: If the applicant lawyers have an equity interest or serve as an officer, director, general counsel or an employee of the entity in any of the above securities transactions, the Outside Interest Supplemental Application must be completed.</b>



I understand the information submitted herein becomes a part of my Professional Liability Insurance Application and is subject to the same warranty and conditions.

**THE APPLICANT REPRESENTS THAT THE ABOVE STATEMENTS AND FACTS ARE TRUE AND THAT NO MATERIAL FACTS HAVE BEEN SUPRESSED OR MISSTATED.**

Any person who knowingly and with intent to defraud any insurance company or other person files an application for insurance containing any false information, or conceals for the purpose of misleading, information concerning any fact material thereto, commits a fraudulent insurance act.

\_\_\_\_\_  
Signature of Owner, Officer or Partner

\_\_\_\_\_  
Date

\_\_\_\_\_  
Print or Type Name and Title