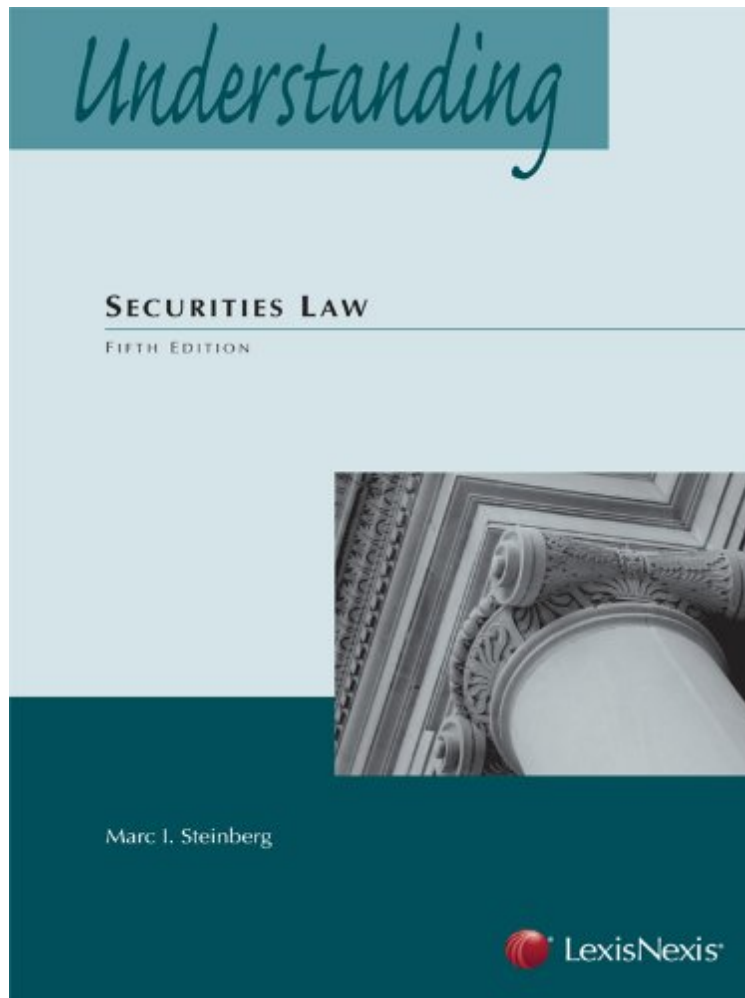


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Understanding Securities Law

Marc I. Steinberg

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before purchasing this one. Steinberg's book was the clearest, had the best logical layout and did an excellent job of cutting out extraneous details. It was of great assistance in clarifying difficult concepts such as the 4(1 1/2) exemption. Overall a very useful supplement for students. I've also found the book a good quick reference guide for practitioners. Obviously given it's relatively short length it is no substitute for a treatise, but it is much easier to look at to get a general overview on a given issue and to guide you toward useful additional research.

This Understanding treatise follows a logical sequence of analysis of a securities issue. The author begins by defining a "security" and registration exemptions, and then continues through the process for non-exempt transactions. Understanding Securities Law clearly, thoroughly, and concisely addresses the subjects covered in basic Securities Regulation courses, including: The definition of securities exemptions from registration; the registration framework and process; Sarbanes-Oxley Act; SEC Securities Act Offering Rules; Resales and reorganizations; Due diligence; Liabilities and remedies; Affirmative disclosure duties; Insider trading; SEC enforcement; and Professional responsibility. The author also includes a glossary of key terms, statutes, rules, regulations and forms and schedules, and comparative charts synthesizing previously discussed materials. The text covers the regulation of public and privately held companies under the Securities Acts, SEC "fraud" concepts, civil liabilities under the securities laws, and state "Blue Sky" laws. It also discusses the Sarbanes-Oxley legislation, SEC public offering rules, SEC regulations on the resale of securities, and recent federal Supreme Court and appellate court decisions.