



## CLS Education Sub-Committee Breakfast Seminar

### *US Cross Border Offerings*

This seminar will offer an opportunity to discuss the unique challenges faced by Canadian firms participating in US cross border offerings, including:

- Regulation M rules and restrictions;
- Regulation D rules including Bad Actor disqualification rules;
- Required FINRA filings;
- IIROC guidance respecting underwriting due diligence.

*Questions in advance are both encouraged and welcomed by the Panel.*

**Speakers:** **Martin Langlois**, *Partner*, Stikeman Elliott

**Lisa A. Raines**, *Associate*, Troutman Sanders

**Thomas M. Rose**, *Partner*, Troutman Sanders

**Date:** Thursday February 19<sup>th</sup>, 2015

**Time:** 7:45 – 8:00 AM Continental Breakfast  
8:00 – 9:15 AM Presentation

**Location:** Torys LLP, 79 Wellington Street West, 33<sup>rd</sup> Floor, Toronto. Located on the south side of Wellington Street west, half way between York & Bay Streets. Closest TTC stations – Union Station or St. Andrew Station.

*Note for attendees who will also be attending the full CLS meeting afterwards:*

Our seminar will end as close to 9:15 as possible and the CLS meeting will begin at 9:45 am.

**Cost:** \$35.00 + HST to attend in person

\$15.00 + HST to attend by conference call

**Payment:** Registration via credit card only.

**Registration Deadline:** **February 13th, 2015** (Registration may be closed earlier due to limited seating capacity). Registration will not be permitted at the door.

To Register: Registration links will be sent out via an updated notice and on <http://www.clseducation.ca/upcoming-events.html>.

**We encourage you to submit a question or hypothetical events that you would like our speakers to address at this seminar, please use the space provided on the registration form or email [chair@clseducation.ca](mailto:chair@clseducation.ca). All questions will be anonymous.**

Please note that there will be no presentation material provided at the seminar. Additionally, this session will not be taped for future dissemination.

## **SAVE THE DATES:**

### 2015 Breakfast Seminars:

- Thursday February 19<sup>th</sup>, 2015 – US Cross-Border Offerings, Toronto ON
- Thursday May 14<sup>th</sup>, 2015 – topic TBA, Toronto ON
- Monday September 14<sup>th</sup>, 2015 – topic TBA, Vancouver BC

### Other 2015 Events:

Friday June 5<sup>th</sup>, 2015, **CLS 5<sup>th</sup> Annual Golf Tournament & Dinner**, Glen Cedars Golf Club, Toronto ON

Tuesday December 1<sup>st</sup>, 2015, **CLS Annual Compliance Conference**, Metro Toronto Convention Centre, Toronto ON

Wednesday December 2<sup>nd</sup>, 2015, **CLS Holiday Reception**, Scotia Plaza, Toronto ON

Mark your calendars now to attend these exciting events. We also invite you to bookmark our website, [www.clseducation.ca](http://www.clseducation.ca), and check the Events pages frequently as information about dates and topics for our upcoming events will be posted there in advance of the invitations to register. You can also subscribe to our mailing list at <http://www.clseducation.ca/subscribe.html> to ensure that you receive all of the notices for our events.

**Housekeeping:** *"The views and opinions expressed in the upcoming presentation are those of the authors who are solely responsible for the content. The views expressed may not necessarily reflect the views of IIROC, the Compliance and Legal Section Executive Committee or of the CLS Education Sub-Committee."*