

MAYER | BROWN

CLE & Training Offerings

CAPITAL MARKETS AND RELATED AREAS

2025

Please note that Mayer Brown's Public Company & Corporate Governance Advisory Practice offers a Director College training program that includes a series of sessions and programs focused on SEC reporting, disclosure controls and procedures, corporate governance and related matters. A separate course offering is available for these.

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SECURITIES LAW & SEC DEVELOPMENTS AND BASICS	
Financial Disclosure Requirements in Registered Debt Offerings Involving Guaranteed or Collateralized Securities	
MD&A Basics	
Cybersecurity Risk Management and Incident Disclosure Rules	
Disclosure Rules for Resource Extraction Issuers	
Fund of Funds Arrangements Rule	
Modernization of Beneficial Ownership Reporting (13D/G)	
Modernized Regulatory Framework for Derivatives Use by Registered Funds and Business Development Companies	
Prohibition Against Conflicts of Interest in Securitizations	
Regulation M and Effects on Offerings; Reg M Basics	
Requirements for Statistical Disclosures for Bank and Savings and Loan Registrants (Formerly Guide 3)	
Rule 10b5-1 Plans and Insider Trading Policies	
SEC Rules Relating to Acquisition-Related Financial Information and Pro Formas	
SEC's Exempt Offering Framework	
SEC's Focus on, and Policies Relating to, China-Based Issuers; Holding Foreign Companies Accountable Act	
SEC Rules on Electronic Submission of Documents and E-Signature Rules; Changes to EDGAR	
Stock Repurchase Programs, Rule 10b-18 and Stock Repurchase Excise Tax	
Ownership Reporting Rules: Section 16 and Section 13; Large Trader Reporting; Short-Swing Issues; Disclosure Issues and Enforcement Issues	
Resale Alternatives: Section 4(a)(7); Rule 144; Rule 144A; and Regulation S	
Rule 701, Form S-8; Rule 409A Valuations and Other Stock-Based Compensation Issues	
DEBT	
Commercial Paper, Collateralized Commercial Paper and Asset-Backed Commercial Paper	
European Commercial Paper (ECP) Programmes	
A Guide to Sustainable Commercial Paper	
Debt Capital Markets: Regulatory Developments and Market Outlook	
What's Next for DCM?: The EU Listing Act, UK Prospectus Reform and More	

An Introduction to Comfort Letters
An Introduction to Covered Bonds
An Introduction to Legal Opinions
An Introduction to Subscription/Underwriting Agreements
Structured Debt Transactions
Repack Programs: US and UK Programs - Legal and Regulatory Issues
Certificate of Deposit Programs and Market-Linked CD Programs
Establishing a Medium Term Note Program
Issuing a Eurobond: A Guide for First-Time Issuers
Digital (Tokenized) Bonds: What to Know About a Growing Asset Class
Sovereign Debt Issuances: Legal and Regulatory Considerations
US Securities Considerations for DCM: A Practical Guide to Reg S, Rule 144A and Registered Offerings
Turkey: What to Know for a Turkish DCM Transaction
The Market Abuse Regulation and DCM Transactions
Issuing Retail Debt in the EU and UK
A Guide to US Private Placements (US PP)
Structured Retail Note Programmes in the EU and UK
ESG
ESG Regulations in the US
ESG Investing (<i>Overview, regulatory and other frameworks for ESG reporting, Green, Social and Sustainable bonds and loans, ESG indices, investor expectation</i>)
ESG Regulation in the UK and EU: An Overview
ESG Regulation in the UK and EU: Impact on Debt Capital Markets
Liability and Litigation Risks for Underwriters in Connection with Green Bonds & Sustainability-linked Bonds
Green Bonds and Sustainability-linked Bonds
Greenwashing: How Not to Do It
EU Green Bond Standard: What Does It Mean for the Market?

EU Corporate Sustainability Due Diligence Directive: An Overview
EU Corporate Sustainability Reporting Directive: What Does It Mean for You?
ESG Developments for Financial Institutions
Mayer Brown ESG Academy: Sustainable Bonds, Sustainable Loans & Sustainable Derivatives
Emissions-linked Trading in the US and EU
"Debt for Nature" Swaps and Other Novel ESG Structures
LIABILITY MANAGEMENT
Liability Management Transactions
Liability Management: The Tax Angle
Debt Repurchases and Exchanges
US Securities Considerations for Liability Management Transactions
Liability Management Documentation: What to Look Out For
FINANCINGS
At-the-Market Offering Programs
Bought Deals
Commercial Paper, Collateralized Commercial Paper and ABCP
Continuous Offerings: Equity Line Financings and At-the-Market Offerings
Convertible Bonds: Understanding the Key Benefits
Convertible Bonds: Derivatives and Tax Issues
Covered Bond Programs
Medium-Term Note (MTN) Programs
Obtaining Liquidity Through Bought Deals and Block Trades
Rule 144A Offerings and Regulation S Offerings
Rule 144A Offerings and Section 4(a)(2) Debt Private Placements
Structured Debt Transactions
Repack Programs: US Securities Law; 40 Act; CPO; and Risk Retention Issues

Specialized Repack Programs
PIPEs
PIPEs and Other Capital Raising Transactions in Connection with De-SPACing
PIPEs and the Securities Exchange Shareholder Vote Rules
PIPE Transactions: Basics and Current Developments
PIPE Transactions with Financial Sponsors
LATE STAGE PRIVATE PLACEMENTS
Late Stage Private Placements and Private Secondary Market Liquidity
Market Developments Affecting Late Stage Private Placements
Pre-IPO Converts, Structured Debt and Private Converts
Secondary Private Transfers and Facilitating Liquidity for Existing Securityholders—Considerations for Issuers in Order to Comply with Tender Rules and Mitigate Risk
Structuring Up-C Transactions, and Other Tax Efficient Structuring Tools Pre-IPO
IPO PREPAREDNESS
Getting Your Message Across: Best Practices for Private Companies
The Road to IPO: Late Stage Private Placements and IPO Readiness
Assessing Equity Plans, Employment and Other Corporate Housekeeping Prior to an IPO or Liquidity Event
Conducting an Effective Dual-Track Process: Considerations for Managing the M&A and IPO Processes
Gap Analyses and Steps Toward Establishing Effective Enterprise Risk and Corporate Compliance Programs in Advance of an IPO
Designing Effective Disclosure Controls and Procedures and Internal Control over Financial Reporting
IPOs
Alternatives to the Traditional IPO: Combining with a SPAC or Undertaking a Direct Listing; Understanding the Differences
IPO Basics
US IPOs: The Market and Legal Developments
Up-C IPOs: Structure, Impact and Benefits
Going Public in the US as an FPI: ADRs or Not; Differences Between Domestic Issuers and FPIs and Other Considerations
Governance and Other Accommodations for FPIs

FOREIGN ISSUERS
All Things Canada: Securities Offerings and Regulatory Developments
Areas of SEC Staff Comment Letter Focus for Foreign Private Issuer (FPI) Filings
Depository Receipt Programs
How to Exit the US Public Markets and Options for US-listed Chinese Companies
SEC Disclosures, Issues and Developments for FPIs
US Taxation of Canadian Banks
Offering Considerations for MJDS Issuers
SPACs
Accounting and Securities Law Considerations for SPACs and De-SPACing
The De-SPACing Process
PIPE and Other Capital-Raising Transactions in Connection with De-SPACing
SPACs: An Overview
SPACs and Litigation and Enforcement Trends
The SEC's Amendments to SPAC IPOs and the De-SPAC Process
DIRECT LISTINGS
Changes to the Securities Offering Process: Direct Listings
Direct Listings: Experiment or New Paradigm?
NYSE's Direct Listings and Concurrent Primary Issuance Rules
PUBLIC COMPANIES & CORPORATE GOVERNANCE
Best Practices for Earnings Calls: Handling Earnings Announcements & Earnings Guidance and Reg FD
Clawback Rule
Corporate Hygiene: Part 1 (<i>Share trading and repurchases: Rule 10b5-1, Rule 10b-18, ASRs, handling MNPI</i>)
Corporate Hygiene: Part 2 (<i>Back to Basics: Earnings guidance, forward-looking information, SEC EPS enforcement initiative, related person transactions, corporate governance documents, risk assessments and disclosures, shareholder engagement</i>)
Cybersecurity Risk Governance

ESG Reporting and Proxy Disclosures
How to Exit the US Public Markets and Options for US-Listed Chinese Companies
Human Capital, Diversity and Related Disclosure and Reporting Initiatives
Insider Trading and Rule 10b5-1 <i>(Including discussion of the SEC's amendments to Rule 10b5-1's affirmative defense to insider trading liability)</i>
The Shareholder Proposal Rule 14a-8 and Related Guidance, Proxy Voting Advice Amendments and Reconsideration, and Other Proxy-Related Developments
Pay-versus-Performance Rule
Preparing to Be a Public Company: Reporting Requirements
Preparing for the US Proxy and Annual Reporting Season
Preparing for Your 20-F Filing
Resales of Restricted and Control Stock; Rule 144 Basics and Resales of Securities; Electronic Reporting
SEC and FASB Developments
SEC Guidance on Non-GAAP Financial Measures and Key Performance Indicators
FINANCIAL SERVICES REGULATORY
Bank Regulatory Developments Recap
Basel Endgame and Next Steps for Balance Sheet Management
FDIC's Omnibus Deposits and Brokered Deposits Rulemakings
Novel Banking Charters: A Reopened Door for Innovation
Corporate Transparency Act: What to Know for Ongoing Compliance
EU Financial Services: In-depth Analysis of EU Commission's New Clearing, Insolvency & Listing Proposals
UK Regulatory Framework
UK Financial Services: The Edinburgh Reforms
Financial Promotion Rules in the UK
Securitization Regulation
BUSINESS DEVELOPMENT COMPANIES (BDCs)
40 Act Developments for BDCs <i>(Fund of Funds Rule, Derivatives, Cyber Rules, etc.)</i>
Business Development Companies: Market and Recent Regulatory Developments

Private Credit Developments: Private BDCs; Investments in Private BDCs; BHCs and BDCs
Securities Offering and Communications Reform for BDCs and Closed-End Funds
REITs & MORTGAGE MARKET
Mortgage Market Developments
Mortgage REIT Regulatory and Market Developments
REITs and REIT Offerings
Internalization Transactions
LIFE SCIENCES-FOCUSED
An IPO Alternative: Life Sciences Reverse Mergers (into SPACs and Operating Companies)
Financing Alternatives for Life Sciences Companies
Life Sciences Financing Trends and Outlook
Life Sciences IPOs: Market Update and Readiness Considerations
Preparing Periodic Disclosures for Life Sciences Companies and Areas of SEC Comment
DERIVATIVES & STRUCTURED PRODUCTS
Actively Managed Certificate Programs
Avoiding Classification as a Commodity Pool and Addressing Commodity Pool Regulation
CFTC Enforcement Priorities
CFTC Regulation of the Digital Asset Markets
Derivatives-Related Developments and Areas of Focus
Issuing Credit Linked Notes
NAIC-Related Developments for the Structured Investments Community
NFA Advertising Rules and Related Enforcement Actions
Proprietary Indices, US Considerations and European Considerations
RILAs, FIAs and Related Products; the SEC's Amendments to the RILA Rules
Swap Dealer Conduct Risk
Securities Law Concerns in Equity Derivatives Transactions

Regulatory Framework for Security-Based Swaps and Security-Based Swap Dealers
US Regulation of Derivatives
BROKER-DEALER
Developing Artificial Intelligence (AI) Governance Frameworks and Risk Management Strategies for Broker-Dealers
Embracing the World of Evolving Technology: Use Cases, Compliance and Regulatory Obligations, Enforcement Risk, Cross-Disciplinary Risk Management Strategies, and Legal Considerations When Contracting for Technology
Conflicts of Interest Associated with the Use of Predictive Data Analytics (PDA) by Broker-Dealers and Investment Advisers
Data Privacy and Cybersecurity Risk Management for Broker-Dealers: Federal, State, SRO and Cross-Border Considerations
2025 Broker-Dealer Regulatory and Enforcement Priorities
Private Placements: Complying with Securities Exemptions and FINRA Guidance on Private Placements
Digital Platforms: Regulatory Considerations for Broker-Dealers and Investment Advisers
Regulatory Considerations When Developing and Launching a Mobile Trading App
Outsourcing and Vendor Management: Regulatory Considerations When Outsourcing Broker-Dealer Operations, Including Key Provisions in Vendor Agreements
Remote Work Environments: Regulatory and Practical Considerations under FINRA Rules and State Securities Laws, including New FINRA Rules on Residential Supervisory Locations and Remote Inspections
Communications with the Public vs. SEC Marketing Rule (Broker-Dealers/Investment Advisers)
Social Media and Related Legal Issues for Broker-Dealers and Investment Advisers
Regulation Best Interest and Complex Products
The Research Rules
SEC Rule 15a-6: Regulatory and Practical Considerations for Foreign and US Broker-Dealers
Cybersecurity Risk at Third-Party Service Providers: Risk Mitigation and Effective Practices
Digital Assets and Distributed Ledger Technology: Opportunities and Challenges in the Financial Markets
M&A in the Regulatory World: A Cross-Disciplinary Approach to M&A in the Broker-Dealer, Asset Management, Bank and Insurance Industries
Across Industries: "Networking Arrangements" Among Banks, Broker-Dealers and Insurance Service Providers
TAX
Pass-Through Entities: BDCs, MLPs, and REITs
Business Development Company Tax Basics

REIT Tax Basics
Taxation of Structured Products
Financial Products Tax: Taxation of Derivatives, 871(m)
Up-C IPOs and Tax Receivables Agreements
OTHER/GENERAL
Private Fund Regulatory Changes: Amendments to the Names Rule; Proposed ESG-Related Changes
SEC's Request for Comment on Information and Index Providers; Advisers Act and Tax Issues
Fund Marketing and Regulatory Developments
Securities Lending and Short Sale Reporting Rules
Treasury Clearing Requirement and Documentation and Other Requirements
Understanding the US Regulatory Issues Applicable to Tokenization of Offerings
<i>Jarkesy, Corner Post, and Loper Bright</i> : Recent SCOTUS Decisions in Context