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At the *lexis.com*® menu, click the **Transactional Advisor** tab. Select the **Securities** practice center. From there you can:

Stay current on the latest securities news and emerging issues—in just seconds. No search needed!

Select **Latest Securities News** (left navigation frame) to view targeted resources to help you stay up-to-date with the latest developments in your practice. Then you can:

1. Select **Emerging Issues and Expert Commentary** (right navigation frame, under “Securities Update”) to view Expert Commentaries on emerging issues.
2. Click on individual **Current Securities News headlines** (right navigation frame, under “Current Securities News”) to view full text of each article.
3. Select **Latest Securities News** (left navigation frame) to track coverage of markets and industry news, trends, and activities by a particular publication—*with no search needed*. Simply select your desired publication under **Follow the News** to surface current securities-related news from exclusive sources such as Factiva®, *The Wall Street Journal*®, *Daily Deal*, Dow Jones®, *Securities Industries News*, *BNA® Securities Law Daily*, *Mealey's™ Emerging Securities Litigation*, and more.

Review SEC filings, precedent offerings and deal agreements to determine your filing strategy.

Select **Determine Your Strategy** (left navigation frame) to view guidance and strategy resources to help determine the best type of IPO for your client. Then you can:

1. Select **EDGAR Online® Real Time Filings** (middle Features section under Real Time Filings) for a direct gateway to EDGAR Online, where you can access filings as soon as they are filed with the SEC.
2. Select **FactSet Public Offerings Transactions** (middle Features section under Current IPOs and Offerings) to review details of offerings by other companies in your industry and locate good precedent to start your work.

Perform in-depth due diligence on industries, companies, and people.

Select **Perform Due Diligence** (left navigation frame) to view targeted resources to help conduct the due diligence process. Then you can:

1. Select **Overview of Due Diligence in the Registration Process** (under Due Diligence Process Information) to link directly to on-point guidance in the exclusive Matthew Bender® treatise, *Securities Law Techniques*.
2. Select **Sample Due Diligence Checklist** (under Checklists and Questionnaires) to link directly to a sample due diligence checklist from *Securities Law Techniques*. You can also link directly to checklists for evaluating the prospect's financial condition, investigating the legal affairs of the prospect and its subsidiaries, and investigating and evaluating an acquisition candidate.
3. Select **Company Dossier** (under Public and Private Company Information) to get information on over 43 million public and private companies, and industries.
4. Select **Public Records Summary** (under People Information) to generate a SmartLinx® profile of a person's assets, addresses, associates, lien filings, and bankruptcy filings—drawn from over 3,000 public records sources.
5. Select **Federal or State Securities Cases** (under Legal Information) to search dockets, judgments and liens.
6. Select **Negative Business or Personal News** (under News) to quickly find adverse or unfavorable information about a company and all the key players, including officers and directors. The Negative News search scours over 22,000 news sources to ensure that critical stories aren't missed in your due diligence.

Draft documents with on-point precedent and clauses, model documents, and easy-to-use forms and instructions.

Select **Create Documents** (left navigation frame) to view targeted resources to help draft documents for your next filing or offering, including on-point precedent and clauses, organizational documents, model documents, and easy-to-use forms and instructions.

To quickly locate on-point precedent you can:

1. Select your desired **Document Type** (e.g., Offering Documents) from the “Search Type” drop-down menu in the Search section at the bottom of the page.
2. Select your desired **Offering Type** (e.g., Form S-1) from the “Offering Type” drop-down.
3. Enter your desired **Industry Code** in the SIC field (e.g., 1311).
4. Select your desired **Date Range** (e.g., Previous Year) from the “Date Range” drop-down.
5. Click the red “Go” button to view your results.

To locate organizational documents to use as a model for your work, you can:

1. Select **Precedent Documents** from the “Search Type” drop-down menu in the Search section at the bottom of the page.
2. Select your desired **Document Type** (e.g., Articles of Incorporation, Bylaws, or Certificate of Organization) from the “Document Type” drop-down.
3. Enter your desired **Industry Code** in the SIC field (e.g., 1311). Or search for documents filed by **Company Name** or **Ticker Symbol**.
4. Select your desired Date Range (e.g., Previous 2 Years) from the “Date Range” drop-down.
5. Click the red “Go” button to view your results.

To locate authoritative guidance for preparing offerings and registration statements, you can:

1. Select **Preparation Guidance** under “Guides, Sample Documents and More” in the Features section.
2. Select your desired document type from the resulting pop-up (e.g., Preparation of the Registration Statement) to link directly to relevant analysis and guidance in the Matthew Bender treatise *Securities Law Techniques*.

or

1. Select **Sample Documents** under “Guides, Sample Documents and More.”
2. Select your desired document type from the resulting pop-up (e.g., Sample Underwriting Agreement) to link directly to a relevant sample in the *Securities Law Techniques*.

Check and review your filings to ensure compliance with federal and state securities requirements, interpretations and SRO materials.

Select **Compliance Check, Review, and Negotiate** (left navigation frame) to view targeted resources to help check your filings and offerings against federal and state securities requirements, and access tools for negotiating deals. To check your filings and offerings for compliance, you can:

1. Select your desired source of official guidance or comment from the Search Type drop-down in the Search section—(e.g., **SEC Staff Comment Letters**, **SEC No Action Letters**, or **Blue Sky Laws** by state).
2. Narrow your search by entering a desired **Company Name** or **Additional Search Terms** (e.g., Form S-1) in the appropriate fields.
3. Enter your desired **Date Range** (e.g., Previous 6 Months) to further narrow your search.
4. Click the red “Go” button to view your results.

To retrieve Same-Day SEC No Action Letters in PDF, you can:

1. Select **Same-Day SEC No Action Letters in PDFs** in the Features section, under Federal Rules, Regulations, and SEC Administrative Information > Additional Resources.
2. Select your desired document from the resulting results list to view that document in PDF (requires Adobe® Acrobat® Reader).

To access tools and resources to help prepare for deal negotiations, you can:

1. Select **Negotiation Materials** in the Features section under Review secondary legal sources ... > Legal and Related Publications, Law Reviews, Legal Journals and Legal News.
2. Select your desired source from the resulting pop-up (e.g., *A Practical Guide to Negotiation* published by NITA or the *Harvard Negotiation Law Review*).

Prepare to execute and file your filings and offerings.

Select **Execute & File** (left navigation frame) to view targeted resources for reviewing and understanding execution and filings requirements, regulations and guidelines at the federal and state level. You can also access tools to help ensure all agreements are properly executed and filed in any locations required.

To access authoritative guidance on filing requirements for different types of filings and offerings, you can:

1. Select a specific topic under Overviews & Expert Guidance on Filing by Topic in the Features section—e.g., **SEC Exchange Act Filing Requirements**.
2. Click resulting link to relevant chapter in the Matthew Bender treatise *Securities Law Techniques*, “Registration Under the Exchange Act.”

For step-by-step instructions on creating and submitting electronic disclosure filings to the SEC’s EDGAR system, you can:

1. Select **EDGAR Filer Manual** under EDGAR and SRO Manuals in the Features section.
2. Select **Welcome to EDGAR Filer Manual on the Lexis Service** to perform a full-text search of the manual.
or
3. Select **EDGAR Filer Manual Table of Contents** to search the manual by topic—e.g., Preparing and Transmitting Submissions to EDGAR > Bulk Filing

Get authoritative guidance on novel issues and general research questions.

Select **Research** (left navigation frame) to access relevant statutes, case law, expert analysis, model forms and agreements needed to resolve novel issues that often arise during a filing or offering.

To research case law on specific issues, you can:

1. Select **Federal Securities Cases** under Type of Sources in the Features section.
2. Select the **Terms and Connectors** radio button and enter your search terms—e.g., to review discussions of the “fraud-on-the-market” theory as a defense or excuse where the statements that a company issued through the media were found to be misleading, ENTER: *fraud W/5 market W/25 defens! OR excus! W/50 article OR media OR public! OR press release OR communicat!*

To access authoritative analysis and guidance on a specific issue, you can:

1. Select **Expert Analytical Materials** from the “Search Type” drop-down menu in the Search section.
2. Select a specific publication to search from the “Source” drop-down—e.g., leading Matthew Bender treatises, including:
 - Securities Law Techniques
 - Federal Securities Act of 1933
 - Federal Securities Exchange Act of 1934
 - Investment Advisers: Law and Compliance
 - Regulation of Investment Companies
3. Select TOC Only from the Search Scope drop-down and then click the red “Go” button to view an expandable Table of Contents for your selected publication.



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