Name:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Period\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Class\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

What are two places that we can visit to learn more about a publicly traded company.

1. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
2. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

SEC stands for \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_.

Companies must file documents with the SEC that provide investors with information on the firm’s \_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_, the management’s discussion of the business, and various corporate \_\_\_\_\_\_\_\_\_\_\_\_\_.

Most public companies have an \_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_page on their website. It usually provides the SEC filings, along with other information such as company news and recent presentations.

Financial filings

A public company must file a financial report each quarter. At the end of each of the first three quarters of the year, the firm files a form \_\_\_\_\_\_\_\_\_. At the end of the last quarter of the year, the firm files a \_\_\_\_\_\_\_\_\_, also known as the \_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_, since it provides the 4th quarter information *and* the entire year’s financial results.

Insider sales or purchases of stock must be reported to the \_\_\_\_\_\_\_\_\_.

The SEC definition of an insider is anyone who owns more than \_\_\_\_\_\_\_\_\_of a company’s stock, or who works as a member of the \_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_, or any \_\_\_\_\_\_\_\_\_ in a company, like a CFO or COO.

\_\_\_\_\_\_\_\_\_ are allowed to buy and sell shares in their own companies during certain windows of time.

It is \_\_\_\_\_\_\_\_\_ to trade on “non-public material information”.

Insider trading can involve those that are not considered insiders of the company, but \_\_\_\_\_\_\_\_\_ who trades on insider information; often obtained from friends or family on the inside of a company.

When \_\_\_\_\_\_\_\_\_ buys stock, or has a large amount of stock, their own financial interests are aligned with the shareholders’ interest.

If management\_\_\_\_\_\_\_\_\_a large amount of their stock holdings, it may not show confidence in the company’s financial future.

When a company wants to sell new securities to investors, it files a registration statement that contains a \_\_\_\_\_\_\_\_\_.

List 3 items you will find in a prospectus:

1. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
2. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
3. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Form DEF 14A comes out once a \_\_\_\_\_\_\_\_\_. This \_\_\_\_\_\_\_\_\_ document discloses the names and background of the members of the board of directors and also discusses the executive salaries and bonuses each year.

\_\_\_\_\_\_\_\_\_,\_\_\_\_\_\_\_\_\_: the annual and quarterly reports

\_\_\_\_\_\_\_\_\_: news releases

\_\_\_\_\_\_\_\_\_, \_\_\_\_\_\_\_\_\_, \_\_\_\_\_\_\_\_\_,: Insider holdings and transactions

\_\_\_\_\_\_\_\_\_: Proxy

\_\_\_\_\_\_\_\_\_,\_\_\_\_\_\_\_\_\_: security offerings for registration of new shares and the prospectus

One red flag to look out for is when a company \_\_\_\_\_\_\_\_\_ its filing of quarterly numbers.

What are two places that we can visit to learn more about a publicly traded company.

1. The company’s investor relations page
2. The SEC website and its EDGAR database

SEC stands for U.S. Securities and Exchange Commission.

Companies must file documents with the SEC that provide investors with information on the firm’s financial condition, the management’s discussion of the business, and various corporate announcements.

Most public companies have an investor relations page on their website. It usually provides the SEC filings, along with other information such as company news and recent presentations .

Financial filings

A public company must file a financial report each quarter. At the end of each of the first three quarters of the year, the firm files a form 10-Q. At the end of the last quarter of the year, the firm files a 10-K, also known as the annual report, since it provides the 4th quarter information *and* the entire year’s financial results.

Insider sales or purchases of stock must be reported to the SEC.

The SEC definition of an insider is anyone who owns more than 10% of a company’s stock, or who works as a member of the board of directors, or any officer in a company, like a CFO or COO.

Insiders are allowed to buy and sell shares in their own companies during certain windows of time..

It is illegal to trade on “non-public material information”.

Insider trading can involve those that are not considered insiders of the company, but anyone who trades on insider information; often obtained from friends or family on the inside of a company.

When management buys stock, or has a large amount of stock, their own financial interests are aligned with the shareholders’ interest.

If management sells a large amount of their stock holdings, it may not show confidence in the company’s financial future.

When a company wants to sell new securities to investors, it files a registration statement that contains a prospectus. List 3 items you will find in a prospectus:

1. Number of shares to be sold & amount of money to be raised
2. Use of proceeds
3. Insiders selling their stock
4. Explanation of the company’s business
5. Risk factors
6. Historical financial information
7. Primary stockholders and how many shares they own
8. Management’s background and experience
9. Commissions to be paid to those selling the shares

Form DEF 14A comes out once a year. This proxy document discloses the names and background of the members of the board of directors and also discusses the executive salaries and bonuses each year.

10-K, 10-Q: the annual and quarterly reports

8-K: news releases

3, 4, or 5: Insider holdings and transactions

DEF 14A : Proxy

S-1, 424B3: security offerings for registration of new shares and the prospectus

One red flag to look out for is when a company delays its filing of quarterly numbers.