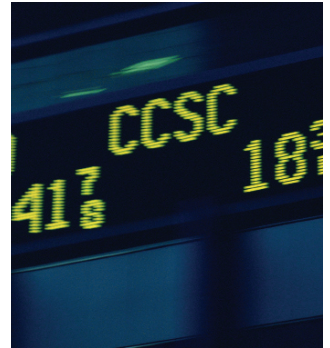


SEC Compliance Practice Seasoned Judgment



We regularly advise numerous public companies on SEC reporting, corporate governance and compliance issues. Our deep bench of public company experts consists of more than 20 lawyers in Atlanta, New York and Silicon Valley. Our lawyers are known to senior staff members of the SEC, senior lawyers at the leading brokerage firms and stock exchange officials. Our clients benefit from our reputation for integrity, effectiveness and thorough knowledge of the applicable securities laws and listing standards.

“King & Spalding is first class — it has the deepest bench in town.”

Chambers USA

We work with public companies to develop a framework for their reporting under the Exchange Act and other applicable requirements, including disclosure of executive compensation; assist them in analyzing difficult disclosure issues as they arise; and collaborate in their preparation of periodic reports, proxy statements and other public disclosures.

We represent clients ranging from small- and mid-cap companies to Fortune 50 companies spanning a wide variety of industries, including biotechnology and healthcare, telecommunications, real estate, energy, technology, financial services, entertainment, manufacturing, retail, consumer products, transportation and logistics.

Nationally Recognized

- King & Spalding is consistently ranked as a top five law firm for corporate governance and director liability issues by *Directors & Boards* magazine.
- King & Spalding lawyers are active in the Society of Corporate Secretaries and Governance Professionals (SCSGP), a leading organization addressing public disclosure under the securities laws and matters affecting corporate governance, and a King & Spalding lawyer formerly served on the National Board of Directors of SCSGP.
- King & Spalding facilitates important board networks:
 - Lead Director Network: Approximately 20 lead directors from many of America's top companies;
 - Southeast Board Leadership Network: 18 directors from middle-market southeast companies; and
 - King & Spalding Directors Governance Center web portal www.directorscenter.com.



Broad Experience

- Periodic and current reporting on Forms 10-K, 10-Q and 8-K
- Stockholder matters, including proxy preparation and responding to shareholder proposals and proxy contests
- Executive compensation and related disclosure issues
- Compliance with NYSE and Nasdaq listing requirements
- Compliance with Sarbanes-Oxley and Dodd-Frank acts
- Stockholder reporting, including Section 16 reporting of insider transactions and Schedule 13D/13G reporting for 5% stockholders
- Compliance with insider trading laws and development of insider trading programs and Rule 10b5-1 plans
- Managing restatements, internal investigations and inquiries from the SEC and stock exchanges
- Resale shelf registration statements, registration of securities issued pursuant to benefit plans and dividend reinvestment plans
- Responding to comments from the staff of the SEC relating to both regular reviews of Exchange Act filings and review of registration statements under the Securities Act
- Confidential treatment requests
- Stock repurchase programs
- Corporate communication and disclosure matters, including counseling related to Rule 10b-5, Regulation FD and Regulation G
- Corporate governance matters, including advising boards of directors and board committees and developing and reviewing appropriate governance guidelines, policies, charters, codes and corporate governance best practices

Representative SEC Compliance Clients

- Acuity Brands, Inc.
- Amedisys, Inc.
- Beazer Homes USA, Inc.
- Belk, Inc.
- Caribou Coffee Company, Inc.
- Carmike Cinemas, Inc.
- The Coca-Cola Company
- Columbia Property Trust, Inc.
- Concurrent Computer Corporation
- Cousins Properties Incorporated
- FleetCor Technologies, Inc.
- Foster Wheeler AG
- Hanesbrands, Inc.
- Huntington Ingalls Industries, Inc.
- Ignite Restaurant Group, Inc.
- Logan's Roadhouse, Inc.
- Novelis, Inc.
- Oxford Industries, Inc.
- Piedmont Office Realty Trust, Inc.
- Popeyes Louisiana Kitchen, Inc.
- Post Properties, Inc.
- Rock-Tenn Company
- Sprint Nextel Corporation
- SunTrust Banks, Inc.
- Total System Services, Inc.
- Under Armour, Inc.
- United Parcel Service, Inc.
- Winn-Dixie Stores, Inc.

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