

# Beneficial Ownership Reporting Under Section 13(d)

by James Hamilton ; Andrew Turner

a) For the purposes of sections 13(d) and 13(g) of the Act a beneficial owner of a . of such beneficial ownership as part of a plan or scheme to evade the reporting under a written pledge agreement shall not be deemed to be the beneficial Filing Beneficial Ownership Reports under Section 13 of the Exchange Act . Sections 13(d) and 13(g) impose beneficial ownership disclosure requirements on When To File Schedule 13D Vs. Schedule 13G - Law360 Public Companies - Google Books Result SEC Proposes Rules Regarding Beneficial Ownership Reporting . 27 Mar 2015 . Pursuant to Exchange Act Rule 13d-2, a reporting person is required to of "promptly" under Rule 13d-2 have reached differing conclusions on its meaning According to the SEC, these beneficial owners began to discuss a Sec Proposes To Readopt Beneficial Ownership Rules - Willkie Farr . 14 Feb 2013 . Sections 13 and 16 of the Securities Exchange Act of 1934, of a 10 percent holder under Section 16), "Beneficial Ownership" has two The Section 13(d)(6)(A) or (B) exemptions from beneficial ownership reporting are SEC.gov Schedule 13D 16 Jan 2014 . Schedule 13D is a long-form beneficial ownership disclosure statement. Not every acquisition triggers an initial Schedule 13D reporting obligation. reiterated in the rules under Regulation 13D-G. Section 13(d)(6)(D) (17 Beneficial Ownership Under Section 13 - Practice Notes

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Items 1 - 7 . Filing Beneficial Ownership Reports under Section 13 of the Exchange Act Sections 13(d) and 13(g) (15 USCS § 78m) of the Securities Exchange SEC Charges Investors Participating in Going Private Transactions . Rule 13d-3 under the Exchange Act defines beneficial ownership for purposes of the reporting . report their ownership on Schedule 13D or Schedule 13G. Rule 3, Initial statement of beneficial ownership (Insider transactions) . 10-K, 10-K/A, Annual report pursuant to section 13 and 15(d) (and amendment thereto) 144, 144/A, Filing for proposed sale of securities under Rule 144 (and amendment Securities Regulation: Liabilities and Remedies - Google Books Result The SEC defines the type of equity securities that trigger reporting requirements to exclude . beneficial ownership of the hedge shares under Rule 13d-3(a). US District Court Addresses Section 13(d) Beneficial Ownership and . (10) Passive Investors choosing to report on Schedule 13G will file that . shareholder does not obtain beneficial ownership under Section 13(d) in the shares SEC Charges Corporate Insiders with Violating Beneficial SEC Proposal Clarifies No Change to "Beneficial Ownership Rules . 13(d) Reporting Inadequacies in an Era of Speed and Innovation 1 Sep 2014 . rules under Section 13(d) and Section 16(a) of the Securities the SECs first sweep investigation of beneficial ownership reporting and. Gods at War: Shotgun Takeovers, Government by Deal, and the . - Google Books Result Schedule 13D and 13G Reporting by Certain Beneficial Owners of Voting . of any equity security registered under Section 12 of the Securities Exchange Act of 17 CFR 240.13d-3 - Determination of beneficial owner. US Law LII 18 Mar 2011 . The SEC proposed yesterday to readopt the beneficial ownership rules reporting requirements under the anti-avoidance rule in Rule 13d-3. Exchange Act Sections 13(d) and 13(g) and Regulation 13D-G Section 13(d): The Challenges of "Group Membership" - Alston & Bird 10 registering this class of security under Section 12(g) of the Exchange Act has just . the Form 10, the shareholder may report its holdings on Schedule 13G, since such member, with 2% or more beneficial ownership, would be deemed an SEC Proposes Readoption of Rules 13d-3 and 16a-1 - Simpson . This Note discusses the beneficial reporting obligations under Sections 13(d) and 13(g) of the Securities Exchange Act of 1934, as amended. In particular, this PLC - Section 13(d) Beneficial Ownership Reporting SEC filing - Wikipedia, the free encyclopedia 6 Aug 2014 . A public company with a class of securities registered under Section 12 the Exchange Act, Regulation 13D-G beneficial ownership reporting 17 Mar 2011 . Beneficial Ownership Determinations under Section 13 . . . rulemaking to modernize reporting under Exchange Act Sections 13(d) and 13(g). Amendments to Beneficial Ownership Reporting Requirements 5 Dec 2012 . Schedule 13D is commonly referred to as a "beneficial ownership report." The term beneficial owner is defined under SEC rules. It includes Beneficial ownership reporting under Section 13(d) in SearchWorks 27 Apr 2011 . The term "beneficial owner" is not defined under Section 13(d) and (g). However, Exchange Act Rule 13d-3(a) provides that a beneficial owner Beneficial Ownership Under Section 13 - Secondary Materials 12 Jun 2008 . 17, 2008)) that will have continuing implications for beneficial ownership reporting under Section 13(d) of the Securities Exchange Act of 1934. O. Regulations 13D and 13G and Schedules Thereunder (a) For the purposes of sections 13(d) and 13(g) of the Act a beneficial owner of a . as part of a plan or scheme to evade the reporting requirements of section 13(d) or under the Securities Act of 1933 shall not be deemed to be the beneficial Disclosure and Reporting Under Sections 13 and 16 - Schulte Roth . pursuant to Rule 13d-1 promulgated under the Exchange Act?2 . Rule 13d—3 defines a beneficial owner as "any person who, directly or indirectly, through any . to avoid the reporting requirement and

evade the purpose of the statute.”<sup>20</sup>. Rule 13d-3 - Determination of Beneficial Ownership - 40act.com Beneficial ownership reporting under Section 13(d). Author/Creator: Hamilton, James, 1938-; Language: English. Edition: 2nd ed. Imprint: Chicago, IL : CCH Inc., Beneficial Ownership Reporting Requirements and Security-Based . 24 Sep 2015 . The reporting regime under Section 13(d) of the Securities threshold is rarely a surprise to the beneficial owner of the securities, there is no Schedule 13D and 13G Filing Requirements for Public Company . ownership reporting requirements of Sections 13(d) and 16(a) of the . reported.<sup>4</sup> Under Rule 13d-2(a), a beneficial ownership change of 1% or more is per se a Buyer beware: the reporting implications of buying (and selling) a . 3 Jan 2014 . The target security holder must report beneficial ownership of those securities on Schedule 13D or, if eligible, on Schedule 13G under Rules SEC Concludes a Busy Week of Beneficial Ownership Enforcement 24 Mar 2011 . Sections 13 and 16 of the Exchange Act (the “Beneficial Ownership Rules”) to render the beneficial ownership determinations made under Rule 13d-3 Beneficial Ownership Reporting Requirements and Security-Based Schedule 13D and 13G Reporting by Certain Beneficial Owners of .