

Title:

Going Public by Way of Regulation D (504) Offering...

Word Count:

680

Summary:

Under the Securities Act of 1933, any offer to sell securities must either be registered with

Keywords:

15c211, reverse merger, direct public offering, regulation d, pink sheets

Article Body:

Under the Securities Act of 1933, any offer to sell securities must either be registered with

Rule 504 or Regulation D provides an exemption from the registration of the federal securities

A company can use this exemption so long as it is not a Blank Check company and does not have

Rule 504 does allow companies to make a public offering of freely tradable securities but only

(1) The company registers the offering exclusively in one or more states that require a public

(2) A company registers and sells the offering in a state that requires registration and discl

(3) The company sells exclusively according to state law exemptions that permit general solici

An accredited investor is defined by federal securities law as:

. a bank, insurance company, registered investment company, business development company, or s

. an employee benefit plan, within the meaning of the Employee Retirement Income Security Act,

. a charitable organization, corporation, or partnership with assets exceeding \$5 million

. a director, executive officer, or general partner of the company selling the securities

. a business in which all the equity owners are accredited investors

. a natural person who has individual net worth, or joint net worth with the person's spouse,

. a natural person with income exceeding \$200,000 in each of the two most recent years or join

. Any trust with total assets in excess of \$5,000,000, not formed for the specific purpose of

. even if a company makes a private sale where there are no specific disclosure delivery requi

Any information provided to an investor whether written or oral must be accurate in order not

This process provide a far less expensive way to take your company public than the traditional

The Regulation D (504) offering is one method of going public we recommend to our clients, we

For additional information please visit:

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