



# Handbook for Preparing SEC Annual Reports and Proxy Statements, 2014 Edition

*Wolters Kluwer Law & Business Attorney-Editors*

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The *2014 Handbook for Preparing SEC Annual Reports and Proxy Statements* provides a comprehensive analysis of the various rules and forms that apply to the preparation of the annual report on Form 10-K, the annual meeting proxy statement and the annual report to shareholders. Authors Lawrence D. Levin and Adam R. Klein share practical guidance based on their extensive experiences in representing public companies over the years.

The *2014 Edition* covers relevant rules, proposals and amendments and recent developments, including those under the *Dodd-Frank Act* and the *Jumpstart Our Business Startups Act (JOBS Act)*, such as:

- The SEC's proposed rules relating to pay ratio disclosure, incentive-based compensation arrangements at covered financial institutions and short-term borrowings disclosure.
- The current status of *Dodd-Frank Act* corporate governance and executive compensation provisions.
- Scaled disclosure requirements for different-sized registrants such as "smaller reporting companies" and "emerging growth companies"
- Electronic filing under EDGAR
- Using the Safe Harbor for forward-looking statements
- Recently adopted rules regarding conflict minerals, disclosures of payments by resource extraction issuers, and newly-effective listing standards for compensation committees.
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