

This is your Release #9 (May 2014)

Public Company Deskbook

*Sarbanes-Oxley and
Federal Governance Requirements*

Second Edition

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This ninth release to the *Public Company Deskbook* updates the treatise with the latest practical information and analysis to help you advise your clients and their boards more effectively. With the *Public Company Deskbook*, you'll stay fully up to speed with important regulatory and governance changes.

Highlights of the ninth release include:

- **Updated Chapter 3, Director Independence, and Chapter 5, Compensation Committee**, reflecting the recently updated listing requirements relating to independence of compensation committee members.
- **Updated Chapter 20, Real-Time Disclosures**, reflecting recent developments affecting Form 8-K requirements relating to shareholder director nominations, and the Form 8-K amendments relating to mine safety matters.
- **Updated Chapter 22, Regulation of Auditor/Audit Client Relationships**, discussing the SEC's recent report of investigation clarifying the permissibility of "loaned staff engagements," and a recent enforcement action in which the SEC determined that an audit partner was not independent by reason of having disclosed material non-public information of the audit client in exchange for things of value.
- **Updated Chapter 26, Employee Whistleblower Protection**, discussing implications of the U.S. Supreme Court's recent decision in *Lawson v. FMR LLC*, construing the Sarbanes-Oxley provisions as extending not only to the direct employees of public companies, but also to the employees of contractors of public companies.

Thank you for subscribing to the *Public Company Deskbook*. If you have questions about this product or would like information on our other products, please contact customer service at (800) 260-4PLI.

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