

SECURITIES REGULATION



SECURITIES

DEFINITION

- No intrinsic value in themselves; they represent rights to something else
- Created, not produced; may be issued in unlimited numbers
- Includes notes, stocks, bonds, debentures, evidence of debt, certificates of interest in profit-sharing agreements, collateral trust certificates, pre-organization certificates, transferable shares, investment contracts, voting-trust certificates, certificates of security-deposit, and fractional undivided interests in minerals (SA s. 2(1)(3))

REGULATIVE MARKET

- Facilitates through which securities are traded
- Systems of communication through which buyers and sellers express interests and complete transactions
- Based market involves trade in debt instruments that have

SECURITIES LAWS

- Federal laws use Congress' power to regulate interstate commerce
- Applies to transactions that use means of transportation or communication in interstate commerce or trade
- Securities Act (SA) regulates public securities offerings
- Securities Exchange Act (SEA) records registration to trading in securities that are issued and outstanding
- Public Utility Holding Company Act (PUHCA) controls disclosed abuse in financing and public utility holding company systems
- Trust Indenture Act (TIA) applies to public issues of debt securities

- Investors must know what security represents and how much interest exists
- Not used or consumed by purchasers; commonly traded at secondary markets at different prices
- Requires information about corporation or entity with securities being offered
- Laws provide for government sanctions against parties that violate applicable prohibitions
- Civil liability is available to victims of violations

been issued by governments (i.e., federal, state, local) and corporations

- Stock market consists of exchange markets (e.g., New York Stock Exchange) and over-the-counter (OTC) markets

- Investment Advisers Act (IAA) allows registration and regulation of investment advisers
- Investment Company Act (ICA) gives SEC regulatory authority over publicly-owned companies that are involved in securities business
- Securities Investor Protection Act (SIPA) gives power to oversee liquidation of firms
- State (i.e., blue sky) laws provide for registration of state-issued securities, and securities against fraud
- Securities and Exchange Commission (SEC) enforces and administers federal laws

REMEDY

- Rescission may be a remedy where defendant sold unregistered securities or fraudulently obtained plaintiff's return securities (SA s. 12) or against violators (SA s. 19(b))
- Injunctions are available for wrongs and tender offers (e.g., against holding a meeting until disclosure is made) (SA s. 14)



CIVIL LIABILITIES

ISSUES

- Provisions that create explicit private right for action (e.g., given to purchasers of securities sold under registration statement with material misstatements)
- Affect legal relationship between private parties (e.g., contracts that violate provisions are void regarding named person's rights) (SA s. 294(b))
- Prohibit certain actions (SA s. 14)

JURISDICTION

- Federal courts have exclusive jurisdiction over actions to enforce liability (SA s. 27)
- State courts have concurrent jurisdiction of claims (SA s. 27(a), ICA s. 44)
- Actions can be brought, and process can be served, in any district in which defendant is found, lives or does business, special venue provisions
- Various statutes of limitations

PLAINTIFFS

- Suit may be brought by person who bought or sold securities in transaction (SA s. 19(b), Rule 10b-5)
- Class action provisions of Federal Rules of Civil Procedure (FRCP) allow affected parties to bring action for entire class
- Class action is allowed if the class is so large that joinder is too difficult, the class' questions of law or fact are the same, representative party' claims are common to the class, and representative will protect class' interest (FRCP Rule 23)
- For derivative actions, plaintiff must state she has been shareholder at time of transaction
- Plaintiff need not be shareholder at time of transaction (SA s. 14(b))
- Waiver, estoppel, to past defects, and contributory negligence may prevent recovery by plaintiff; limitations (SA s. 14, SA s. 294(a))

DEFENDANTS

- Secondary parties are defendants where original security violator cannot repay damages
- Principal is liable for damages to third party as caused by agent with authority to represent principal
- Any person who controls another person is jointly and severally liable to third party to whom controlled person incurs liability (SA s. 13; SA s. 20)
- Defendant must show good faith or no knowledge
- A person who aids and abets an offense is jointly liable with the perpetrator
- Requires existence of a wrong, defendant's knowledge of wrong's wrongfulness, and substantial assistance was given towards
- After recovery of judgment, defendant may claim indemnification by another party against liability or contribution by another party towards judgment

DAMAGES

- Plaintiff may sue other party to transaction for direct damages from purchase or sale of securities
- Plaintiff may sue third party for indirect damages; defendant's loss may exceed third party's gain
- Factors include price, value, and size of block
- Consequential damages may result from violations due to improper course of conduct, where amount of loss is not as direct

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