GIBSON DUNN

Webcast: IPO and Public Company Readiness: Advance Planning for 2025 and 2026 IPOs – Navigating Liability Exposure for Companies and Boards

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Please join us for an in-depth overview of the key legal considerations and liability risks that companies and their boards face during the IPO process and as they transition to life as a public company. With a focus on mitigating exposure under federal securities laws, the session covers the basics of liability under Sections 11 and 12 of the Securities Act of 1933, including the potential consequences of material misstatements or omissions in registration statements and prospectuses. Designed for corporate executives, directors, and legal professionals, this session equips attendees with actionable insights to navigate the IPO process with confidence, minimize liability exposure, and establish robust practices for public company readiness.

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PANELISTS: Gerry Spedale is a partner in the Houston office of Gibson Dunn. He has a broad corporate practice, advising on mergers and acquisitions, joint ventures, capital markets transactions and corporate governance. He has extensive experience advising public companies, private companies, investment banks and private equity groups. With over 30 years of experience, Gerry covers a broad range of industries, with a focus on the energy industry, including upstream, midstream, downstream, oilfield services and utilities. Gerry earned his Juris Doctor *magna cum laude* in 1993 from Tulane University Law School, where he was elected to the Order of the Coif. He graduated *cum laude* in 1990 from Louisiana State University, where he received a Bachelor of Arts degree in Political Science. **Michael Kahn** is a litigation partner in the San Francisco office of Gibson Dunn. Michael's practice focuses on securities litigation, including securities class actions and derivative suits. Michael represents clients at all stages of a company's lifecycle, from defending established public companies against Exchange Act claims, to defending newly public companies against suits under the Securities Act, to prosecuting and defending private company shareholder disputes. He has crafted winning arguments in many complex securities actions, including for Slack in the U.S. Supreme Court's 9-0 opinion in *Slack Technologies v. Pirani*. Michael also represents clients facing SEC investigations, and as both plaintiffs and defendants in a broad range of commercial litigation. Michael received his Juris Doctor from New York University School of Law in 2012, where he was a Robert McKay scholar. He received his undergraduate degree from

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the University of California, Berkeley in 2009, where he graduated with High Honors in History and High Distinction in General Scholarship, and was elected to Phi Beta Kappa. **Jeff Lombard** is of counsel in the Palo Alto office of Gibson, Dunn & Crutcher and a member of the firm's Securities Litigation Practice Group. Jeff's practice focuses on the representation of companies and their officers and directors in securities class actions, merger and acquisition disputes, and shareholder derivative litigation. In addition, Jeff has substantial experience representing clients in other shareholder and securities related matters, including governmental and internal investigations, books and records demands, and FINRA inquiries. Jeff also regularly advises public and private companies about a wide range of issues relating to corporate governance, insider trading, disclosure obligations and litigation risk and strategy. Jeff graduated *summa cum laude* from Santa Clara University School of Law in 2012. He received his Bachelor of Science from Santa Clara University in 2008, where he served as captain of the school's Division 1 baseball team during the 2008 season. © 2025 Gibson, Dunn & Crutcher LLP. All rights reserved. For contact and other information, please visit us at www.gibsondunn.com. Attorney Advertising: These materials were prepared for general informational purposes only based on information available at the time of publication and are not intended as, do not constitute, and should not be relied upon as, legal advice or a legal opinion on any specific facts or circumstances. Gibson Dunn (and its affiliates, attorneys, and employees) shall not have any liability in connection with any use of these materials. The sharing of these materials does not establish an attorney-client relationship with the recipient and should not be relied upon as an alternative for advice from qualified counsel. Please note that facts and circumstances may vary, and prior results do not guarantee a similar outcome.

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