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Course Information

Course Title: *Public Company Accounting and Finance* #362920

Number of continuing education credit hours recommended for this course:

In accordance with the standards of the National Registry of CPE Sponsors CPE credits have been granted based on a 50-minute hour.

CPA: 13 (All states)

National Registry of CPE Sponsors ID Number: 107615.

Sponsor numbers for states requiring sponsor registration

Florida Division of Certified Public Accountancy: 4761 (Ethics #11467)

Hawaii Board of Accountancy: 14003

New York State Board of Accountancy: 002146

Ohio State Board of Accountancy: M0021

Pennsylvania Board of Accountancy: PX178025

Texas State Board of Accountancy: 009349

Course Description

This course shows the accountant how to deal with the unique aspects of accounting and finance in a publicly-held business. These issues are significantly different from those encountered in a private company, so this course can be crucial for the accountant who is making the transition from private to public companies. Topics covered include earnings per share, segment reporting, and Staff Accounting Bulletins, as well as quarterly and annual reporting to the SEC. In addition, the course addresses initial public offerings, registration statements, and selling shares under various SEC exemptions.

Program Delivery Method: NASBA QAS Self-Study (interactive)

Subject Codes/Field of Study

NASBA (CPA): Accounting

Course Level, Prerequisites, and Advance Preparation Requirements

Program level: Overview

Prerequisites: Basic familiarity with accounting practices.

Advance Preparation: None

Course Content

Publication/Revision date:6/11/2020.

Author: Steven M. Bragg, CPA.

Final exam (online): Sixty-five questions (multiple-choice).

Instructions for taking this course

Note: Downloading the PDF of this course will enable Bookmarks for easier navigation (on the left side of the document window, open the bookmarks pane).

You must complete this course within one year of the date of purchase (if you do not complete the course within one year, contact us to determine whether an updated edition of the course is available, in which case we will provide you with a PDF of the updated course and the online exam at no charge).

A passing grade of at least 70% is required on the final exam for this course. You may retake the exam if you do not pass it on the first attempt (no charge).

Complete the course by following the learning objectives listed on the following page, studying the text, and studying the review questions at the end of each major section (or at the end of the course). Once you have completed studying the course and you are confident that the learning objectives have been met, answer the final exam questions (online).

Instructions for Taking the Final Exam Online

- Login to your account online at www.bhfe.com.
- Go to "My Account" and view your course.
- Select "Take Exam" for this course and follow instructions.

Additional Information

- The exam may be started, stopped, then resumed at a later date.
- The exam is "open book," it is not timed, and it may be retaken if not passed on the first attempt (no charge).
- Results (correct, incorrect answers) and certificate appear immediately upon passing the exam.

Have a question? Call us at 800-588-7039 or email us at contact@bhfe.com.

Learning Objectives

- Cite the activities that the SEC oversees, and the disclosures that it is most careful in reviewing.
- Specify the adjustments required to calculate diluted earnings per share.
- Identify the methods used to determine which segments of a business are reportable.
- Describe the process used to report segment information.
- Specify the concepts involved in the use of the integral and discrete views of interim reporting.
- Recognize the accounting to be used for stock options and employee share purchase plans.
- Identify the method used to value the components of a convertible security.
- Identify the proper reporting for a company filing a registration statement whose historical results are not indicative of its ongoing results.
- Specify the proper accounting for fees paid to an investment banker under various circumstances.
- Cite the required timing for the reporting of annual and quarterly reports, as well as the contents of those reports.
- Specify the circumstances under which a change in independent accountant must be disclosed.
- Specify the required timing for the filing of a Form 8-K, as well as the contents of the various disclosures.
- Recognize the responsibility level of a company for the filing of the Forms 3, 4, and 5.
- Describe the filing codes used by the Securities and Exchange Commission.
- Identify the source of the disclosure requirements for non-GAAP information.
- Recognize the circumstances under which Form 8-K disclosure of non-GAAP information is required.
- State the informational content of a Fedwire payment.
- Cite the restrictions placed on a company engaged in an initial public offering.
- Recognize the registration process for the auditors of a public company.
- Specify the reason why blue sky laws have been enacted.
- Identify the filing requirements associated with a reverse merger.
- Describe the advantages and disadvantages of using a reverse merger to go public.
- Specify the advantages of the Form S-3 registration, as well as the situations in which a Form S-8 registration can be used.
- Recognize the circumstances under which the Regulation A exemption can be used.
- State the filing requirements associated with a Regulation D securities sale.
- Recognize the types of investors who can now receive advertisements concerning the sale of securities.
- Identify the requirements under which an investor is allowed to sell shares under Rule 144.
- Specify the protection offered by Rule 10b5-1, and how an employee maximizes his or her protection under it.
- Recognize the additional steps required by a public company to close the books, and the extra approvals involved.
- Identify the types of controls, and which controls can be applied to the filing of certain SEC reports.

About the Author

Steven Bragg, CPA, has been the chief financial officer or controller of four companies, as well as a consulting manager at Ernst & Young. He received a master's degree in finance from Bentley College, an MBA from Babson College, and a Bachelor's degree in Economics from the University of Maine. He has been a two-time president of the Colorado Mountain Club, and is an avid alpine skier, mountain biker, and certified master diver. Mr. Bragg resides in Centennial, Colorado. He has written the following books and courses: Copyright © 2020 by AccountingTools, Inc. All rights reserved.

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Preface

The accounting requirements and financing opportunities for a publicly-held company are significantly different from those for a private company. There are a number of additional reporting requirements, complex filings with the Securities and Exchange Commission, and much more interaction with the company's auditors. There are also a number of avenues for raising money, which may require the filing of a registration statement, or its avoidance with several possible exemptions.

In *Public Company Accounting and Finance*, we address the additional burdens placed on the accounting staff in such areas as earnings per share calculations, segment reporting, and interim reporting. The book also covers many of the filing requirements of a public company, including the annual Form 10-K and the quarterly Form 10-Q. We then turn to possible financing options, including the initial public offering, Regulation A stock sales, and Regulation D stock sales. The book concludes with a number of accounting management topics that are of particular concern in a public company – closing the books and creating an adequate system of controls.

You can find the answers to many questions about public accounting and finance in the following chapters, including:

- How do I decide which parts of a business are to be treated as reporting segments?
- How do I account for the sale of stock?
- What are Staff Accounting Bulletins, and how do they impact the accounting for a public company?
- How do I pay the Securities and Exchange Commission a required fee for the filing of a registration statement?
- How can a business go public through a reverse merger?
- How can investors sell their shares without waiting to have them registered?
- How can employees sell their shares without being accused of insider trading?
- Which additional steps are needed by a public company to close its books?

Public Company Accounting and Finance is designed for the practicing accountant and finance person who is either involved in a public company or contemplating taking a company public. Given its broad coverage of the public company concept, *Public Company Accounting and Finance* may earn a permanent place on your book shelf.

Centennial, Colorado
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