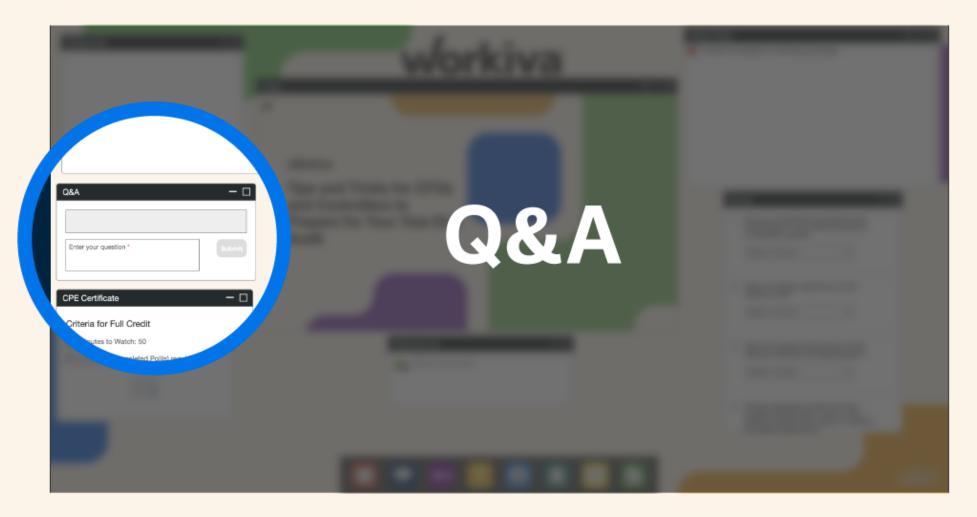
#### workíva

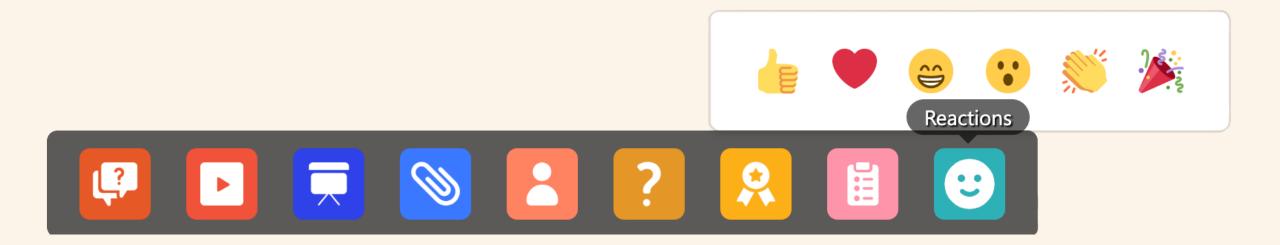
## EDGAR<sup>®</sup> Next for Section 16 and Form 144 Filers 、

#### **Questions**



#### or Email: edgarnext@workiva.com

#### Engagement

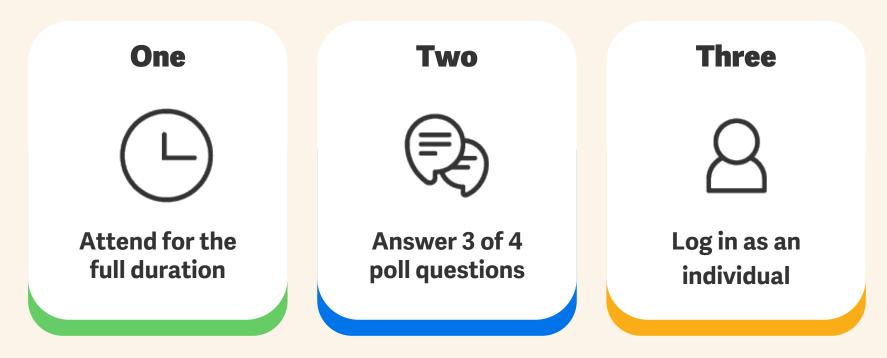






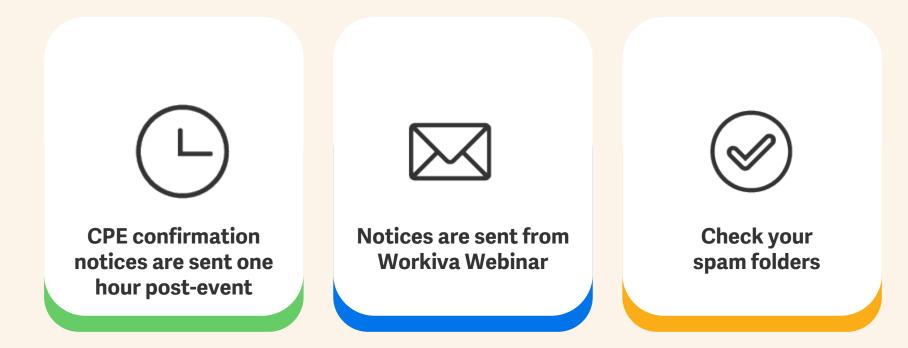
#### **Qualifying for CPE**

In order to qualify you must:



#### **Claiming Your CPE**

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Access issues? Contact webinars@workiva.com

# Introductions 🐣



**Jackson Phan** Enterprise Product Success Manager Workiva



**Jarrod Byerly** Product Success Manager Workiva

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# Agenda 🗐



Recap of EDGAR® Next



#### Workiva as Trusted Partner



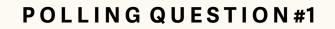
**Filing Scenarios** 





**Putting It into Action** 





# What best describes your role in your organization?

- (a) Controller
- (b) Manager or Director of SEC Reporting
- (c) Legal
- (d) Investor Relations
- (e) Other



## **Recap of EDGAR<sup>®</sup> Next**

 $0^{7}$ 



#### **EDGAR filer access and account management**

- **33-11313 "EDGAR Next"** finalized on Sep. 27, 2024
- **Scope**: To improve the *security* of EDGAR, enhance filers' ability to manage their EDGAR *accounts*, and modernize *connections* to EDGAR
- **Impacts** (changes for every EDGAR filer):
  - EDGAR login and authentication method for submission
  - Need to identify authorized individuals/service providers (including involving Workiva in the submission process for Workiva customers)
  - Filing processes inside and outside the Workiva platform



#### **EDGAR Next key changes**



- **Before**: Most never had to log into EDGAR Filer Management —log in with CIK and password if needed
- After: Each filing individual must log in on Login.gov with individual email, password, and multi-factor authentication

S16 filers can make arrangements to avoid Login.gov

### EDGAR account management

2

- **Before**: No SEC records of individuals accessing EDGAR
- After: Explicit identification of individuals accessing EDGAR in a new EDGAR Dashboard, with admin/user/ technical admin roles
  - Minimum of 1 admin for individuals
  - Annual confirmation of EDGAR users' info

S16 filers will need an admin

## Arrangement with providers

3

- **Before**: Private arrangement with providers—giving access to CIK/CCC is authorization
- After: Explicit delegation to provider(s) in the new
   EDGAR Dashboard, subject to provider(s) acceptance

Delegation is optional, but a useful tool for S16 filers



- Before: Provide the issuer's
  CIK and the individual's CIK/
  CCC for ownership filings
- After: CIKs/CCC continues, plus 2 new tokens to authenticate API access
  - User token—individual ID
  - Filer token—entity ID

S16 filers can make arrangements for the tokens to be managed for them

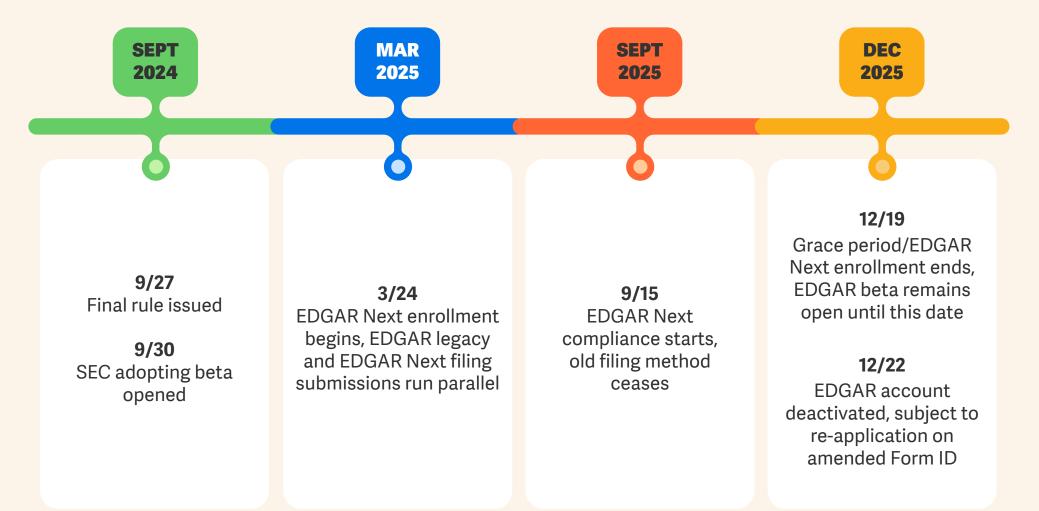
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|                           | Account<br>administrators                | Users        | <b>Tech admins</b> | Delegated<br>administrators/users                 |
|---------------------------|--|--------------|--------------------|---|
| Add/remove others         | Can only add/remove in their own account |              |                    | Delegated entity can only<br>add/remove their own |
| Manage delegations        | $\checkmark$                             |              |                    |   |
| Submit filings            | $\checkmark$                             | $\checkmark$ |                    | $\checkmark$                                      |
| Change CCC                | $\checkmark$                             |              |                    |   |
| Manage own user token     | $\checkmark$                             | $\checkmark$ |                    | $\checkmark$                                      |
| Manage entity filer token |  |              | $\checkmark$       |   |
| Annual confirmation       | $\checkmark$                             |              |                    |   |



#### **EDGAR Next timeline**



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# When do you plan on enrolling in EDGAR Next?

(a) As soon as possible after the March 24, 2025, enrollment date.

(b) I want to focus on my SEC filing for the March 31 reporting period, so I anticipate enrolling in May or June 2025.

(c) I want some other filers to use EDGAR Next before I enroll, so I anticipate enrolling in July or August 2025.

(d) I'm not in a rush; I'll enroll sometime in September before September 12, 2025, so my organization can continue to file without interruption starting on September 15, 2025, when full compliance with EDGAR Next is required to file with the SEC.

(e) N/A



## **Filing Scenarios**





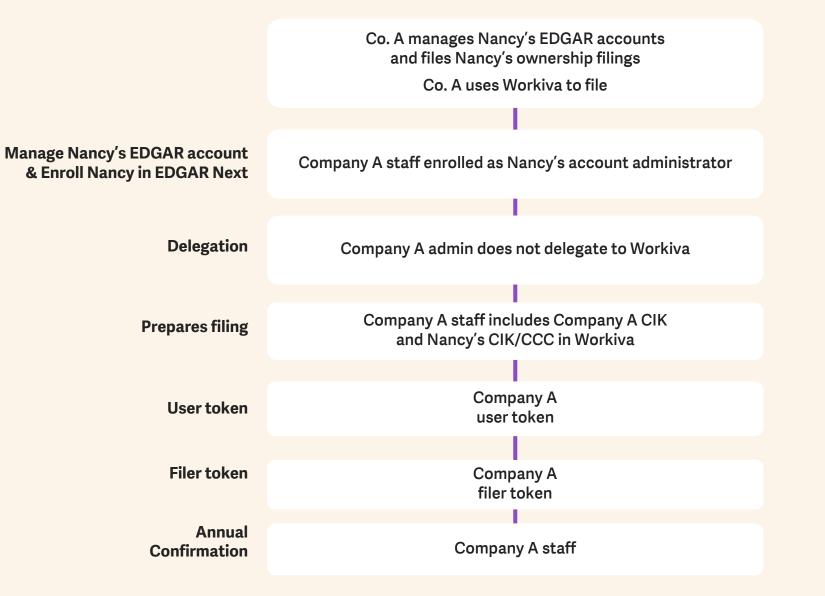
## Let's walk through different filing options...

Setting the stage:

- Officer Nancy works at Company A and is also on the board of Company B and C
  - Company A is going to manage Nancy's EDGAR account and file ownership forms for Nancy
  - Company B is going to file ownership forms for Nancy but does not have access to her EDGAR account
  - Company C uses a law firm to assist in filing ownership forms for Nancy with no access to her EDGAR account
  - A Broker Dealer ("BD") may also file Form 144s for Nancy
    - Company A can see/change Nancy's CCC as her admin. Other companies need to obtain the CCC from Company A.
    - If the other companies are delegated to or has a user on Nancy's account, they can see the CCC but not change it

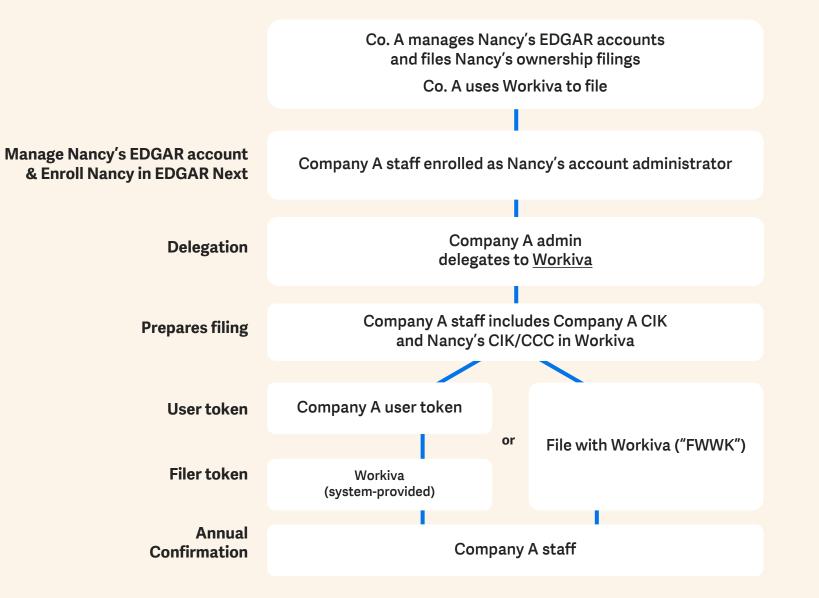


### **Company A Files Ownership Filings - No Delegation**



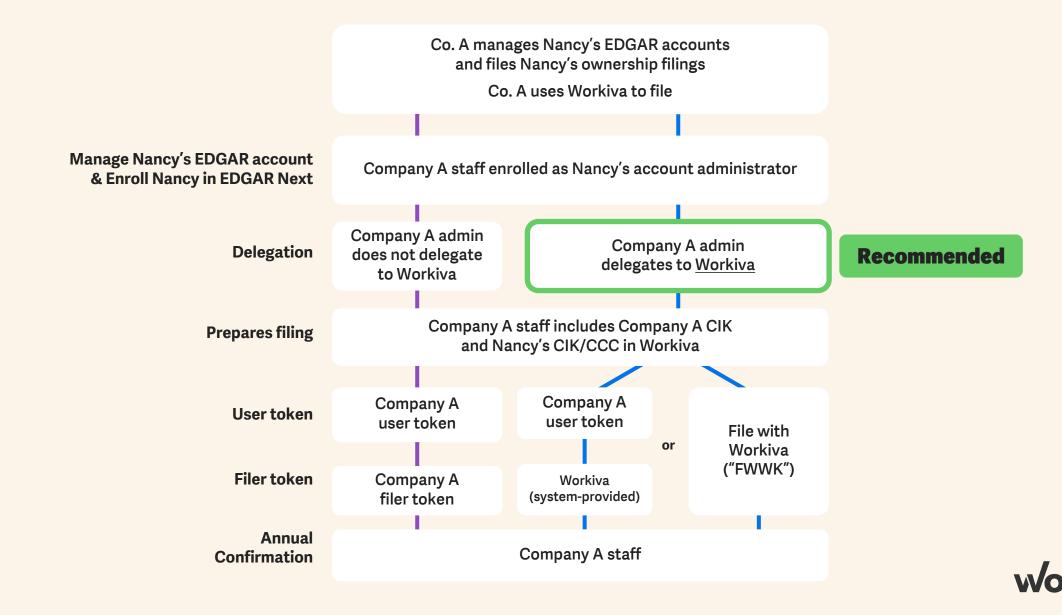


### **Company A Files Ownership Filings - With Delegation**





### **Company A Files Ownership Filings**



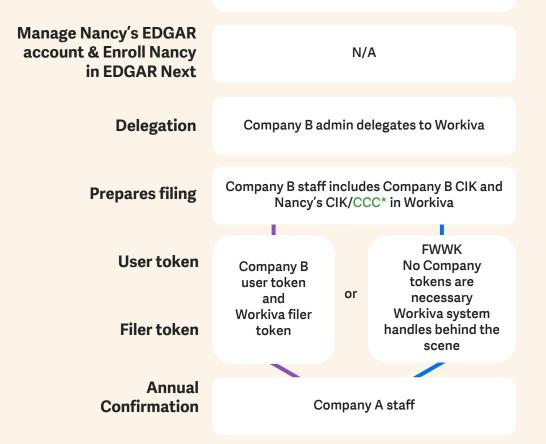
#### **Company B Files with Delegation**

CCC\*: As only Company A has access to Nancy's account, Company A needs to provide the CCC to Company B, C, and BD, especially after enrollment as CCC will be auto-reset.

User(s) can be added to Nancy's account to see Nancy's CCC without giving away administrative rights.

Co. B files Nancy's ownership filings, but does not have access to Nancy's account

Co. B uses Workiva to file



#### **Company C Files Using Law Firm**

CCC\*: As only Company A has access to Nancy's account, Company A needs to provide the CCC to Company B, C, and BD, especially after enrollment as CCC will be auto-reset.

User(s) can be added to Nancy's account to see Nancy's CCC without giving away administrative rights.

Co. C uses a law firm to help file for Nancy. The law firm does not have an EDGAR account Law Firm uses Workiva to file Manage Nancy's EDGAR N/A account & Enroll Nancy N/A in EDGAR Next Company C admin delegates to Workiva Delegation Law firm staff includes Company C CIK and Company B staff includes Company B CIK and **Prepares filing** Nancy's CIK/CCC\* in Workiva User token No Company FWWK No Company tokens are necessary Workiva system handles behind the scene **Filer token** Annual **Company A staff Company A staff** Confirmation

> If the law firm does not use Workiva to file, Company C would need to make arrangement with the other provider based on their situation.

#### **Broker Dealer as Authorized Filer**

CCC\*: As only Company A has access to Nancy's account, Company A needs to provide the CCC to Company B, C, and BD, especially after enrollment as CCC will be auto-reset.

User(s) can be added to Nancy's account to see Nancy's CCC without giving away administrative rights.

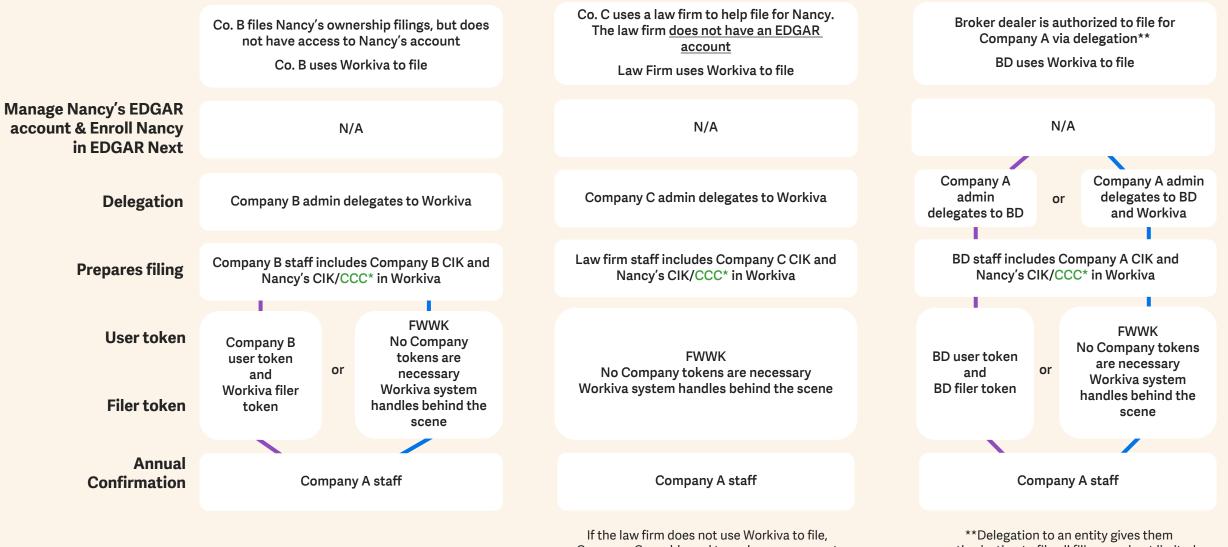


Company C would need to make arrangement ith the other provider based on their situation \*\*Delegation to an entity gives them authorization to file all filings and not limited to only a certain types of filings

#### **Non-Administrator Filing Scenarios**

CCC\*: As only Company A has access to Nancy's account, Company A needs to provide the CCC to Company B, C, and BD, especially after enrollment as CCC will be auto-reset.

User(s) can be added to Nancy's account to see Nancy's CCC without giving away administrative rights.



Company C would need to make arrangement with the other provider based on their situation. \*\*Delegation to an entity gives them authorization to file all filings and not limited to only a certain types of filings

#### How do you anticipate managing the Section 16 filings for your organization?

(a) Request to be appointed as an account administrator for easy access to the CCC of our Section 16 filers.

(b) My organization won't be an accoun<mark>t administrator for our Section 16 filers, but we</mark> will request to be a user to maintain visibility to the CCC.

(c) My organization won't be an account administrator for our Section 16 filers; we plan on maintaining access to our Section 16 filer's CCC through ongoing communication with their account administrators

(d) We use a law firm for our Section 16 filings; they have their own EDGAR account and are knowledgeable about the EDGAR Next changes.

(e) We use a law firm for our Section 16 filings, and they don't have their own EDGAR account. We hope they know about the changes coming with EDGAR Next, or we may need to inform them.

(f) Not sure yet.



## **Putting It into Action**

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#### **Enrollment basics**

- Individual reporting owners can select a trusted individual to enroll them (or enroll themselves, which may be rare)
- Enrollment can only be completed once
- Individuals that may sit on multiple boards or their trusted parties must coordinate with the different organizations to determine which entity will complete enrollment and timing
- Enrollment information requires CIK, CCC, passphrase, and account administrator(s) details
  - Only one account admin required at enrollment—others can be added later by the initial account admin
  - Guidance on how to reset passphrase is available via the SEC



#### Login.gov and use of power of attorney (POA)

- Individual reporting owners not planning to self-enroll or manage their accounts can simply authorize trusted parties by adding them as account administrator
  - The POA is not required for enrollment and is considered a private arrangement between the individual and the authorized party
  - After enrollment, a POA is required with the Form ID
- Individual reporting owners looking to enroll themselves or planning to manage their account must obtain Login.gov credentials
  - EDGAR Business Office recommends using a business email address as opposed to a personal address
  - Email addresses should not be shared by EDGAR Next users



#### Important reminders on account administrators

- For officers that sit on multiple boards:
  - Each reporting owner only has one account (CIK)
  - All administrators have **equal rights and access**:
    - Reporting owners can choose a "main" account administrator
    - The main account administrator can help coordinate adding more account administrator from the other companies
    - All administrators can see all information and take action on all users, delegations, and CCC
  - Coordination for annual confirmation:
    - There is no way for each company's administrator to only confirm their own portion
    - The main account administrator needs to confirm user information with the other companies to complete the annual confirmation



#### **Delegation highlights**

#### • Does:

- Eliminate the need for the reporting owner to have a technical administrator and filer API token
- Enable file with Workiva

#### • Does not:

- Replace the need to provide the reporting owner's CIK & CCC in the filing
- Delegated entity (such as a BD) cannot sub-delegate to Workiva to avoid token management—issuer delegation to Workiva is required

#### • Recommendation:

 For ownership filings, it is a best practice for the issuer submitting the filing to delegate to Workiva



#### POLLING QUESTION#4

#### Based on your current understanding of delegation through the EDGAR dashboard, please indicate your potential intent to delegate filing authority to Workiva

(a) We do not plan to delegate to Workiva and will use and manage our own EDGAR Next users and tokens.

(b) We plan to primarily use our own user tokens and filer tokens when submitting filings, but plan to delegate to Workiva for back-up filing support.

(c) We plan to delegate to Workiva and will exclusively use Workiva's filer token when submitting filings.

- (d) We plan to File with Workiva and use a Workiva user token and filer token.
- (e) Not sure yet.



## Workiva as Your Trusted Partner

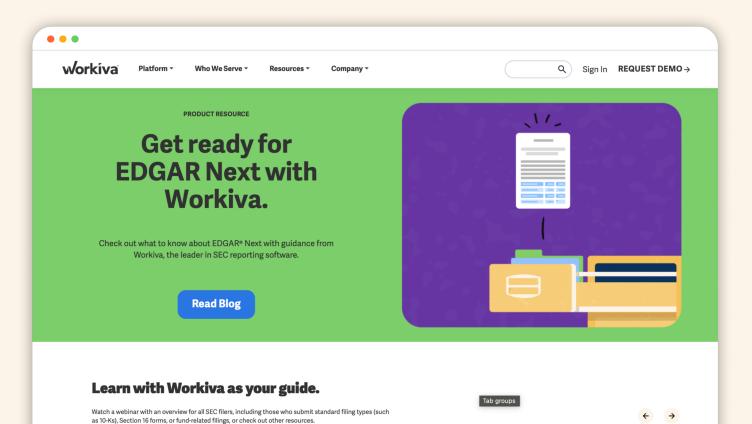
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#### Workiva as your **trusted partner**

EDGAR Next Resource Hub: One-Stop Shop

workiva.com/resources/ edgar-next-with-workiva



SEC Filing

#### Workiva as your **trusted partner**

- Webinar Series
  - Introduction to EDGAR Next
  - EDGAR<sup>®</sup> Next for Section 16 and Form 144 Filers
  - Filer Readiness for EDGAR Next, March 13



## **Questions?** Email edgarnext@workiva.com



# **Thank you!**

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