
Trust Indenture Act Creates no Independent Duty upon Issuer Timely to File SEC Reports

Date: 12/03/08

[External Link:](#)

Publicly traded companies are required to make periodic financial disclosures, including quarterly filings with the Securities and Exchange Commission ("SEC"). Recently, the Eighth Circuit held in *UnitedHealth Group Inc. v. Wilmington Trust Co.* (1) that a public registrant's admitted failure timely to file reports with the SEC did not constitute a violation of a governing notes indenture (the "Indenture"), the Trust Indenture Act of 1939 ("TIA") or the implied covenant of good faith and fair dealing.

Attorney

- Charles A. Gilman

Practice

- M&A and Corporate Advisory