

118TH CONGRESS
1ST SESSION

H. R. 2497

To permit an issuer, when determining the market capitalization of the issuer for purposes of testing the significance of an acquisition or disposition, to include the value of all shares of the issuer.

IN THE HOUSE OF REPRESENTATIVES

APRIL 6, 2023

Mr. HILL introduced the following bill; which was referred to the Committee on Financial Services

A BILL

To permit an issuer, when determining the market capitalization of the issuer for purposes of testing the significance of an acquisition or disposition, to include the value of all shares of the issuer.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. AVOIDING ABERRATIONAL RESULTS IN RE-**
4 **QUIREMENTS FOR ACQUISITION AND DIS-**
5 **POSITION FINANCIAL STATEMENTS.**

6 The Securities and Exchange Commission shall revise
7 section 210.1–02(w)(1)(i)(A) of title 17, Code of Federal
8 Regulations, to permit a registrant, in determining the

1 significance of an acquisition or disposition described in
2 such section 210.1-02(w)(1)(i)(A), to calculate the reg-
3 istrant's aggregate worldwide market value based on the
4 applicable trading value, conversion value, or exchange
5 value of all of the registrant's outstanding classes of stock
6 (including preferred stock and non-traded common shares
7 that are convertible into or exchangeable for traded com-
8 mon shares) and not just the voting and non-voting com-
9 mon equity of the registrant.

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