

118TH CONGRESS
1ST SESSION

H. R. 2608

IN THE SENATE OF THE UNITED STATES

JUNE 6, 2023

Received; read twice and referred to the Committee on Banking, Housing, and
Urban Affairs

AN ACT

To amend the Federal securities laws to specify the periods for which financial statements are required to be provided by an emerging growth company, and for other purposes.

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

1 **SECTION 1. FINANCIAL STATEMENT REPORTING REQUIRE-**
2 **MENTS FOR EMERGING GROWTH COMPA-**
3 **NIES.**

4 (a) SECURITIES ACT OF 1933.—Section 7(a)(2) of
5 the Securities Act of 1933 (15 U.S.C. 77g(a)(2)) is
6 amended—

7 (1) in subparagraph (A), by striking “and” at
8 the end;

9 (2) by redesignating subparagraph (B) as sub-
10 paragraph (C); and

11 (3) by inserting after subparagraph (A) the fol-
12 lowing:

13 “(B) need not present acquired company
14 financial statements or information otherwise
15 required under section 210.3-05 or section
16 210.8-04 of title 17, Code of Federal Regula-
17 tions, or any successor thereto, for any period
18 prior to the earliest audited period of the
19 emerging growth company presented in connec-
20 tion with its initial public offering and, there-
21 after, in no event shall an issuer that was an
22 emerging growth company but is no longer an
23 emerging growth company be required to
24 present financial statements of the issuer (or
25 acquired company financial statements or infor-
26 mation otherwise required under section 210.3-

1 05 or section 210.8-04 of title 17, Code of Fed-
2 eral Regulations, or any successor thereto) for
3 any period prior to the earliest audited period
4 of the emerging growth company presented in
5 connection with its initial public offering; and”.

6 (b) SECURITIES EXCHANGE ACT OF 1934.—Section
7 12(b)(1)(K) of the Securities Exchange Act of 1934 (15
8 U.S.C. 78l(b)(1)(K)) is amended by striking “firm;” and
9 inserting “firm, provided that the application of an emerg-
10 ing growth company need not present acquired company
11 financial statements or information otherwise required
12 under section 210.3-05 or section 210.8-04 of title 17,
13 Code of Federal Regulations, or any successor thereto, for
14 any period prior to the earliest audited period of the
15 emerging growth company presented in connection with its
16 application and, thereafter, in no event shall an issuer that
17 was an emerging growth company but is no longer an
18 emerging growth company be required to present financial
19 statements of the issuer (or acquired company financial
20 statements or information otherwise required under sec-
21 tion 210.3-05 or section 210.8-04 of title 17, Code of Fed-
22 eral Regulations, or any successor thereto) for any period
23 prior to the earliest audited period of the emerging growth

1 company presented in connection with any application
2 under subsection (b) of this section;”.

Passed the House of Representatives June 5, 2023.

Attest: CHERYL L. JOHNSON,
Clerk.