

**AMENDMENT IN THE NATURE OF A SUBSTITUTE  
TO H.R. 2608  
OFFERED BY MR. MCHENRY OF NORTH  
CAROLINA**

Strike all after the enacting clause and insert the following:

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

1 prior to the earliest audited period of the  
2 emerging growth company presented in connec-  
3 tion with its initial public offering and, there-  
4 after, in no event shall an issuer that was an  
5 emerging growth company but is no longer an  
6 emerging growth company be required to  
7 present financial statements of the issuer (or  
8 acquired company financial statements or infor-  
9 mation otherwise required under section 210.3-  
10 05 or section 210.8-04 of title 17, Code of Fed-  
11 eral Regulations, or any successor thereto) for  
12 any period prior to the earliest audited period  
13 of the emerging growth company presented in  
14 connection with its initial public offering; and”.

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

1 was an emerging growth company but is no longer an  
2 emerging growth company be required to present financial  
3 statements of the issuer (or acquired company financial  
4 statements or information otherwise required under sec-  
5 tion 210.3-05 or section 210.8-04 of title 17, Code of Fed-  
6 eral Regulations, or any successor thereto) for any period  
7 prior to the earliest audited period of the emerging growth  
8 company presented in connection with any application  
9 under subsection (b) of this section;”.

