
SEC Proposes Foreign Issuer Reporting Enhancements

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In 1979 the Securities and Exchange Commission ("SEC") adopted Form 20-F for use by foreign private issuers ("FPIs") when registering a class of securities and filing annual reports in accordance with the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The principles guiding the implementation of this form was that investors should have access to information concerning foreign private issuers that is equal, "as nearly possibly and practicable", to the information available regarding domestic issuers while improving the accessibility of public markets to foreign private issuers. Even at the time, however, the development of foreign issuer disclosure requirements was acknowledged to be an evolutionary and iterative process. On February 29, 2008, the SEC proposed a series of amendments pertaining to Form 20-F and a variety of related rules that the SEC believes would further both of these objectives "in light of market developments, new technologies and other matters in a manner that promotes investor protection, cross-border capital flows and the elimination of unnecessary barriers to [U.S.] capital markets."¹ The SEC has indicated that comments on the proposed amendments should be received on or before May 12, 2008. A summary of the proposals follows.