

Rule Change Summary - Effective Immediately

Listed companies are no longer required to provide physical copies of proxy materials to the Exchange if they are filed via EDGAR.

Rule Change Details

The SEC recently approved amendments to the Exchange's rules to eliminate the requirement that listed companies must provide physical copies of their proxy materials to the Exchange. The SEC's approval order for the rule amendment can be found [here](#), and the amended rule text can be found [here](#). Under the amended rules, listed companies will generally no longer be required to submit physical copies of their proxy materials to the Exchange if those materials are filed with the SEC via EDGAR.

Please note the following:

- If a listed company's proxy materials are filed via EDGAR but are not filed on Schedule 14A (e.g., if a listed Foreign Private Issuer furnishes its proxy materials to the SEC as a Form 6-K), the Exchange staff may have difficulty identifying them on a timely basis. Consequently, the amended rules require listed companies whose proxy materials are filed via EDGAR other than on Schedule 14A to provide electronically to the Exchange the information needed to identify the applicable filing in which the proxy material is included. In each of these cases, the information must be provided by one of the means specified in Section 204.00(A) of the Manual (i.e., by using a web-based portal or email box designated by the Exchange).
- In the event that an issuer is not required to file its proxy material on EDGAR (e.g., a listed Foreign Private Issuer that chooses not to furnish its proxy materials to the SEC on form 6-K or an issuer that has received a hardship exemption from the SEC staff) or does not include all of the relevant proxy material in its entirety in a filing that can be reviewed on EDGAR, the company must provide three physical copies of all of the proxy material unavailable on EDGAR to the Exchange not later than the date on which such material is sent, or given, to any security holders.

Should you have any questions, please contact the NYSE's Market Watch team at (877) 699-2578 or +1 (212) 656-5414.