

117TH CONGRESS  
2D SESSION

# H. R. 9411

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.

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## IN THE HOUSE OF REPRESENTATIVES

DECEMBER 2, 2022

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

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## A BILL

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,*

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

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

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

3           (2) by redesignating subparagraph (B) as sub-  
4     paragraph (C); and

5           (3) by inserting after subparagraph (A) the fol-  
6     lowing:

7           “(B) need not present acquired company  
8     financial statements or information otherwise  
9     required under section 210.3 05 or section  
10    210.11 01 of title 17, Code of Federal Regula-  
11    tions, or any successor thereto, for any period  
12    prior to the earliest audited period of the  
13    emerging growth company presented in connec-  
14    tion with its initial public offering and, there-  
15    after, in no event shall an issuer that was an  
16    emerging growth company but is no longer an  
17    emerging growth company be required to  
18    present financial statements of the issuer (or  
19    acquired company financial statements or infor-  
20    mation otherwise required under section 210.3  
21    05 or section 210.11 01 of title 17, Code of  
22    Federal Regulations, or any successor thereto)  
23    for any period prior to the earliest audited pe-  
24    riod of the emerging growth company presented

1           in connection with its initial public offering;  
2           and”.

3           (b) SECURITIES EXCHANGE ACT OF 1934.—Section  
4 12(b)(1)(K) of the Securities Exchange Act of 1934 (15  
5 U.S.C. 78l(b)(1)(K)) is amended by striking “firm;” and  
6 inserting “firm, provided that the application of an emerg-  
7 ing growth company need not present acquired company  
8 financial statements or information otherwise required  
9 under section 210.3 05 or section 210.11 01 of title 17,  
10 Code of Federal Regulations, or any successor thereto, for  
11 any period prior to the earliest audited period of the  
12 emerging growth company presented in connection with its  
13 application and, thereafter, in no event shall an issuer that  
14 was an emerging growth company but is no longer an  
15 emerging growth company be required to present financial  
16 statements of the issuer (or acquired company financial  
17 statements or information otherwise required under sec-  
18 tion 210.3 05 or section 210.11 01 of title 17, Code of  
19 Federal Regulations, or any successor thereto) for any pe-  
20 riod prior to the earliest audited period of the emerging  
21 growth company presented in connection with any applica-  
22 tion under subsection (b) of this section;”.

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