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The SEC Speaks in 2022

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Gurbir S. Grewal

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Compendium of Rulemaking and Public
Statements Relating to the Developments in
the Division of Corporation Finance

FINAL RULES

- Universal Proxy (Release No. 34-93596; Nov. 17, 2021), available at <https://www.sec.gov/rules/final/2021/34-93596.pdf>.
- Holding Foreign Companies Accountable Act Disclosure (Release No. 34-93701; Dec. 2, 2021), available at <https://www.sec.gov/rules/final/2021/34-93701.pdf>.
- Updating EDGAR Filing Requirements and Form 144 Filings (Release No. 33-11070; Jun. 2, 2022), available at <https://www.sec.gov/rules/final/2022/33-11070.pdf>.
- Proxy Voting Advice (Release No. 34-95266; Jul. 13, 2022), available at <https://www.sec.gov/rules/final/2022/34-95266.pdf>.
- Pay Versus Performance (Release No. 34-95607; Aug. 25, 2022), available at <https://www.sec.gov/rules/final/2022/34-95607.pdf>.

PROPOSED RULES

- Reopening of Comment Period for Listing Standards for Recovery of Erroneously Awarded Compensation (Release No. 33-10998; Oct. 14, 2021), available at <https://www.sec.gov/rules/proposed/proposedarchive/proposed2021.shtml>.
- Updating EDGAR Filing Requirements (Release No. 33-11005; Nov. 4, 2021), available at <https://www.sec.gov/rules/proposed/proposedarchive/proposed2021.shtml>.
- Proxy Voting Advice (Release No. 34-93595; Nov. 17, 2021), available at <https://www.sec.gov/rules/proposed/2021/34-93595.pdf>.
- Share Repurchase Disclosure Modernization (Release No. 34-93783; Dec. 15, 2021), available at <https://www.sec.gov/rules/proposed/2021/34-93783.pdf>.
- Rule 10b5-1 and Insider Trading (Release No. 33-11013; Jan. 13, 2022), available at <https://www.sec.gov/rules/proposed/2022/33-11013.pdf>.
- Reopening of Comment Period for Pay Versus Performance (Release No. 34-94074; Jan. 27, 2022), available at <https://www.sec.gov/rules/proposed/2022/34-94074.pdf>.
- Modernization of Beneficial Ownership Reporting (Release No. 33-11030; Feb. 10, 2022), available at <https://www.sec.gov/rules/proposed/2022/33-11030.pdf>.

- Cybersecurity Risk Management, Strategy, Governance, and Incident Disclosure (Release No. 33-11038; Mar. 9, 2022), available at <https://www.sec.gov/rules/proposed/2022/33-11038.pdf>.
- The Enhancement and Standardization of Climate-Related Disclosures for Investors (Release No. 33-11042; Mar. 21, 2022), available at <https://www.sec.gov/rules/proposed/2022/33-11042.pdf>.
- Special Purpose Acquisition Companies, Shell Companies, and Projections (Release No. 33-11048; Mar. 30, 2022), available at <https://www.sec.gov/rules/proposed/2022/33-11048.pdf>.
- Reopening of Comment Period for Listing Standards for Recovery of Erroneously Awarded Compensation (Release No. 33-11071; Jun. 8, 2022), available at <https://www.sec.gov/rules/proposed/2022/33-11071.pdf>.
- Substantial Implementation, Duplication, and Resubmission of Shareholder Proposals under Exchange Act Rule 14a-8 (Release No. 34-95267; Jul. 13, 2022), available at <https://www.sec.gov/rules/proposed/2022/34-95267.pdf>.

SPEECHES

- Renee Jones, The Shareholder Proposal Rule: A Cornerstone of Corporate Democracy (Mar. 8, 2022), available at <https://www.sec.gov/news/speech/jones-cii-2022-03-08>.

OTHER MATERIALS

- Sample Letter to China-Based Companies (Dec. 2021), available at <https://www.sec.gov/corpfin/sample-letter-china-based-companies>.
- Sample Letter to Companies Regarding Disclosures Pertaining to Russia's Invasion of Ukraine and Related Supply Chain Issues (May 2022), available at <https://www.sec.gov/corpfin/sample-letter-companies-pertaining-to-ukraine>.
- Shareholder Proposals: Staff Legal Bulletin No. 14L (Nov. 3, 2021), available at <https://www.sec.gov/corpfin/staff-legal-bulletin-14l-shareholder-proposals>.
- Announcement Regarding Staff Responses to Rule 14a-8 No-Action Requests (Dec. 13, 2021), available at <https://www.sec.gov/corpfin/announcement/announcement-14a-8-no-action-requests-20211213>.

- Announcement Regarding Personally Identifiable and Other Sensitive Information in Rule 14a-8 Submissions and Related Materials (Dec. 17, 2021) available at <https://www.sec.gov/corpfin/announcement/announcement-14a-8-submissions-pii-20211217>.
- The Divisions of Corporation Finance and Investment Management Ask that Paper “Courtesy Copies” No Longer Be Provided Unless Requested by the Staff (Jan. 21, 2022), available at <https://www.sec.gov/corpfin/announcement/announcement-no-more-paper-courtesy-copies>.
- Division of Corporation Finance Financial Reporting Manual (updated periodically), available at: <http://www.sec.gov/divisions/corpfin/cffinancialreportingmanual.shtml>.
- Division of Corporation Finance Compliance and Disclosure Interpretations (updated periodically), available at: <http://www.sec.gov/divisions/corpfin/cfguidance.shtml>.
- Division of Corporation Finance No-Action, Interpretive and Exemptive Letters (updated periodically), available at: <http://www.sec.gov/divisions/corpfin/cf-noaction.shtml>.

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