

SECURITIES AND EXCHANGE COMMISSION

17 CFR Part 210

[Release No. 33-10762A; 34-88307A; File No. S7-19-18]

RIN 3235-AM12

**Financial Disclosures about Guarantors and Issuers of Guaranteed Securities and
Affiliates Whose Securities Collateralize a Registrant's Securities; Correction**

AGENCY: Securities and Exchange Commission.

ACTION: Final rule; technical correction.

SUMMARY: This document makes technical corrections to certain amendments to the Commission's disclosure rules and forms adopted in Release No. 33-10762 (March 2, 2020), which was published in the *Federal Register* on April 20, 2020 (85 FR 21940). Specifically, this document conforms the numbering of certain amendments to Rule 8-01 of Regulation S-X in this release to the renumbering of Rule 8-01 adopted in Release No. 33-10786 (May 20, 2020) and reinstates those amendments.

DATES: Effective January 4, 2021.

FOR FURTHER INFORMATION CONTACT: Todd E. Hardiman, Associate Chief Accountant, Office of the Chief Accountant, at (202) 551-3516, or Steven G. Hearne, Senior Special Counsel, Office of Rulemaking, at (202) 551-3430, Division of Corporation Finance, U.S. Securities and Exchange Commission, 100 F Street NE, Washington, DC 20549.

SUPPLEMENTARY INFORMATION: We are making technical corrections to § 210.8-01.

List of Subjects in 17 CFR Part 210

Reporting and recordkeeping requirements, Securities.

TEXT OF THE AMENDMENTS

For the reasons set out above, we are amending title 17, chapter II of the Code of Federal Regulations as follows:

PART 210 – FORM AND CONTENT OF AND REQUIREMENTS FOR FINANCIAL STATEMENTS, SECURITIES ACT OF 1933, SECURITIES EXCHANGE ACT OF 1934, INVESTMENT COMPANY ACT OF 1940, INVESTMENT ADVISERS ACT OF 1940, AND ENERGY POLICY AND CONSERVATION ACT OF 1975

1. The authority citation for part 210 continues to read as follows:

AUTHORITY: 15 U.S.C. 77f, 77g, 77h, 77j, 77s, 77z-2, 77z-3, 77aa(25), 77aa(26), 77nn(25), 77nn(26), 78c, 78j-1, 78l, 78m, 78n, 78o(d), 78q, 78u-5, 78w, 78ll, 78mm, 80a-8, 80a-20, 80a-29, 80a-30, 80a-31, 80a-37(a), 80b-3, 80b-11, 7202 and 7262, and sec. 102(c), Pub. L. 112-106, 126 Stat. 310 (2012), unless otherwise noted.

2. Amend § 210.8-01 by revising paragraphs (c) and (d) to read as follows:

§ 210.8-01 General Requirements for Article 8.

* * * * *

(c) The requirements of § 210.3-10 are applicable to financial statements for a subsidiary of a smaller reporting company that issues securities guaranteed by the smaller reporting company or guarantees securities issued by the smaller reporting company. Disclosures about guarantors and issuers of guaranteed securities registered or being registered must be presented as required by § 210.13-01.

(d) The requirements of § 210.3-16 or § 210.13-02 are applicable if a smaller reporting company's securities registered or being registered are collateralized by the securities of the

smaller reporting company's affiliates. Section 210.13-02 must be followed unless § 210.3-16 applies. The periods presented for purposes of compliance with § 210.3-16 are those required by § 210.8-02.

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Dated: May 22, 2020

Vanessa A. Countryman
Secretary