

SEC EXTENDS TEMPORARY COVID-19 RELIEF FOR SOME SUBMISSIONS

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In light of health, transportation and logistical issues raised by COVID-19, the SEC staff recently extended previously announced relief for several types of submissions.

- Form 144 paper filings and certain forms (other than 144s) that are permitted to be filed in paper (such as annual or other reports by foreign private issuers on Form 6-K, Form 11-K and certain other specified forms) may be submitted via email in lieu of mailing or physical delivery if the complete Form 144 or other document is attached as a PDF sent to PaperForms144@sec.gov or CorporationFinancePaperForms@SEC.gov, respectively.
- If a manual signature cannot be provided with the email, the SEC staff has announced that it will not recommend enforcement action if a typed signature is included instead and: (i) a manually signed page or other document acknowledging or otherwise adopting his or her signature in the filing is retained by the signatory and is provided upon request by the SEC staff; (ii) the signature page indicates the date and time when signed; and (iii) appropriate policies and procedures are established relating to this process.
- Filers may continue to submit these documents to the SEC mailroom but there may be delays in processing.
- The signature requirement for Edgar filings may create challenges for public companies and other filers to have such filings executed before the time of the electronic filing due to circumstances arising from COVID-19. While the SEC staff expects filers to comply with requirements to the fullest extent practicable:
 - The SEC staff announced that it will not recommend enforcement action if: (i) a manually signed page or other document acknowledging or otherwise adopting his or her signature in the filing is retained by the signatory and is provided to the filer for retention in the ordinary course; (ii) the signature page indicates the date and time when signed; and (iii) appropriate policies and procedures are established relating to this process.

- The SEC staff indicated that the signatory may also provide to the filer an electronic record (such as a photo or pdf) when it is signed.

The relief described above is temporary and covers those who submit such forms until the staff provides public notice that it no longer will be in effect. The SEC staff indicated that such notice will be published at least two weeks before the announced termination date.

RELATED PRACTICE AREAS

- Securities & Corporate Governance

MEET THE TEAM



R. Randall Wang

St. Louis

randy.wang@bclplaw.com

[+1 314 259 2149](tel:+13142592149)

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