

an attorney who has given notice to an issuer pursuant to paragraph (d)(1), (d)(2) or (d)(3) of this section that the previous attorney has withdrawn, ceased to participate or assist or has been discharged, as the case may be, pursuant to the provisions of this paragraph.

(e) *Duties of an issuer where an attorney has given notice pursuant to paragraph (d).* Where an attorney has provided an issuer with a written notice pursuant to paragraph (d)(1), (d)(2) or (d)(3) of this section, the issuer shall, within two business days of receipt of such written notice, report such notice and the circumstances related thereto on Form 8-K, 20-F, or 40-F (§§ 249.308, 220f or 240f of this chapter), as applicable.

(f) *Additional actions by an attorney.* An attorney retained or employed by the issuer may, if an issuer does not comply with paragraph (e) of this section, inform the Commission that the attorney has provided the issuer with notice pursuant to paragraph (d)(1), (d)(2), or (d)(3) of this section, indicating that such action was based on professional considerations.

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PART 240—GENERAL RULES AND REGULATIONS, SECURITIES EXCHANGE ACT OF 1934

3. The authority citation for Part 240 is amended by adding the following citations in numerical order to read as follows:

Authority: 15 U.S.C. 77c, 77d, 77g, 77j, 77s, 77z-2, 77z-3, 77eee, 77ggg, 77nnn, 77sss, 77ttt, 78c, 78d, 78e, 78f, 78g, 78i, 78j, 78k-1, 78k, 78k-1, 78l, 78m, 78n, 78o, 78p, 78q, 78s, 78u-5, 78w, 78x, 78l, 78mm, 79q, 79t, 80a-20, 80a-23, 80a-29, 80a-37, 80b-3, 80b-4 and 80b-11, unless otherwise noted.

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Section 240.13a-11 is also issued under Secs. 3(a) and 307, Pub. L. 107-204, 116 Stat. 745.

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Section 240.13a-17 is also issued under Secs. 3(a) and 307, Pub. L. 107-204, 116 Stat. 745.

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Section 240.15d-11 is also issued under Secs. 3(a) and 307, Pub. L. 107-204, 116 Stat. 745.

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Section 240.15d-17 is also issued under Secs. 3(a) and 307, Pub. L. 107-204, 116 Stat. 745.

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4. Section 240.13a-11 is amended by revising paragraph (b) to read as follows:

§ 240.13a-11 Current reports on Form 8-K (§ 249.308 of this chapter).

* * * * *

(b) This section shall not apply to foreign governments, foreign private issuers required to make reports on Form 6-K (17 CFR 249.306) pursuant to § 240.13a-16, issuers of American Depositary Receipts for securities of any foreign issuer, or investment companies required to file reports pursuant to § 270.30b1-1 of this chapter under the Investment Company Act of 1940, except where such investment companies are required to file:

(1) Notice of a blackout period pursuant to § 245.104 of this chapter, or

(2) A notice regarding an attorney withdrawal pursuant to § 205.3(e) of this chapter.

5. Add § 240.13a-17 to read as follows:

§ 240.13a-17 Reports of foreign private issuers pursuant to § 205.3(e) of this chapter.

Every foreign private issuer which is subject to § 240.13a-1 shall make reports pursuant to § 205.3(e) of this chapter. If a foreign private issuer is filing a report on Form 20-F (§ 249.220f of this chapter) or Form 40-F (§ 249.240f of this chapter) solely to provide information pursuant to § 205.3(e) of this chapter, the foreign private issuer is not required to include the certifications required by § 240.13a-14 in such report.

6. Section 240.15d-11 is amended by revising paragraph (b) to read as follows:

§ 240.15d-11 Current reports on Form 8-K (§ 249.308 of this chapter).

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(b) This section shall not apply to foreign governments, foreign private issuers required to make reports on Form 6-K (17 CFR 249.306) pursuant to § 240.15d-16, issuers of American Depositary Receipts for securities of any foreign issuer, or investment companies required to file periodic reports pursuant to § 270.30b1-1 of this chapter under the Investment Company Act of 1940, except where such investment companies are required to file:

(1) Notice of a blackout period pursuant to § 245.104 of this chapter, or

(2) A notice regarding an attorney withdrawal pursuant to § 205.3(e) of this chapter.

7. Add § 240.15d-17 to read as follows:

§ 240.15d-17 Reports of foreign private issuers pursuant to § 205.3(e) of this chapter.

Every foreign private issuer which is subject to § 240.15d-1 shall make reports pursuant to § 205.3(e) of this chapter. If a foreign private issuer is filing a report on Form 20-F (§ 249.220f of this chapter) or Form 40-F

(§ 249.240f of this chapter) solely to provide information pursuant to § 205.3(e) of this chapter, the foreign private issuer is not required to include the certifications required by § 240.15d-14 in such report.

PART 249—FORMS, SECURITIES EXCHANGE ACT OF 1934

8. The authority citation for Part 249 is amended by revising the sectional authority for §§ 249.220f, 249.240f and 249.308 to read as follows:

Authority: 15 U.S.C. 78a, *et seq.*, unless otherwise noted.

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Section 249.220f is also issued under secs. 3(a), 202, 208, 301, 302, 306(a), 307, 401(a), 401(b), 406 and 407, Pub. L. 107-204, 116 Stat. 745.

Section 249.240f is also issued under secs. 3(a), 202, 208, 301, 302, 306(a), 307, 401(a), 406 and 407, Pub. L. 107-204, 116 Stat. 745.

Section 249.308 is also issued under 15 U.S.C. 80a-29, 80a-37 and secs. 3(a), 306(a), 307, 401(b) and 406, Pub. L. 107-204, 116 Stat. 745.

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9. Amend Form 20-F (referenced in § 249.220f) by:

a. Adding a paragraph on the cover page before the line beginning with the phrase “Commission file number”;

b. Adding paragraph (d) to General Instruction A;

c. Removing the word “annual” in each place where it appears in paragraphs (a) and (b) of General Instruction D;

d. Adding Item 16E; and

e. Removing the phrase “[annual report]” in the paragraph after “Signatures” and adding in its place “[report]”.

The additions read as follows:

Note: The text of Form 20-F does not, and this amendment will not, appear in the Code of Federal Regulations.

Form 20-F

* * * * *

Or

[] Report Pursuant to Rules 13a-17 and 15d-17 Under the Securities Exchange Act of 1934

Commission file number * * *

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General Instructions

A. Who May Use Form 20-F and When It Must Be Filed

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(d) A foreign private issuer must file a report on this Form within two business days after receipt of an attorney's written notice pursuant to 17