

Added text underlined;  
Deleted text in [brackets].

## NYSE Listed Company Manual

\* \* \* \* \*

### 204.00 Notice to and Filings with the Exchange

\*\*\*\*\*

#### **(B) Filings with the Exchange**

[The Exchange requires that listed companies file hard copies of certain SEC reports and other materials (such as proxies) with the Exchange.] Since all listed companies are required to file their periodic and current reports, as well as other materials, through the SEC's Electronic Data Gathering Analysis and Retrieval (EDGAR) system, the Exchange will not also require a listed company to file hard copies of most SEC filings with the Exchange, except as specified below. Specifically, the Exchange only requires companies to file:

- one hard copy of materials necessary to support a listing application as required by Section 703.00 and the form of listing application and information regarding supporting documents required in connection with the listing application, available on the Exchange's website or from the Exchange upon request,
- [six] three hard copies of any proxy materials required to be submitted to the Exchange in physical form pursuant to Section 402.01 not later than the date on which the material is physically or electronically delivered to shareholders [(see Section 402.00)],
- one hard copy of any filing [made on Form 6-K] that is not required to be filed through EDGAR [not later than the date on which the Form 6-K is filed with] , including pursuant to a hardship exemption granted by the SEC, and
- one hard copy of notice to shareholders with respect to any proposed amendments to the company's charter, as well as a certified copy of the amended charter along with a letter of transmittal indicating the sections amended since the previous filing of amendments or amended documents, promptly following the date that the notice is given or the charter is amended. Similar procedure shall be followed with respect to resolutions of the Board of Directors, or any certificate or other document, having the effect of an amendment to the charter or by-laws.

\*\*\*\*\*

#### **402.01 Filing Proxy Material with the Exchange**

A listed company is not required to provide its proxy materials to the Exchange in physical form, provided such proxy materials are included in an SEC filing available on the SEC's EDGAR filing system. However, if such proxy materials are available on EDGAR but not filed pursuant to Schedule 14A under the Securities Exchange Act, the listed company must provide to the Exchange information sufficient to identify such filing (by one of the means specified in Section 204.00(A)) not later than the date on which such material is sent, or given, to any security holders.

Any listed company whose proxy materials are not included in their entirety (together with proxy card) in an SEC filing available on EDGAR must provide [T]three definitive copies of [the] any proxy material [(together with proxy card) shall be filed with] not available on EDGAR to the Exchange not later than the date on which such material is sent, or given, to any security holders. This number [includes] meets the three copies of such material required to be filed with the Exchange by Rule 14a-6([c]b) under the Securities Exchange Act of 1934.

\*\*\*\*\*