Please Route To: All NASDAQ-Listed Companies

What You Need to Know:

- NASDAQ has modified its rules to permit certain disclosures through either a press release or by filing a Form 8-K, eliminating burdensome duplicative disclosure.

NASDAQ has modified its rules to permit certain disclosures through either a press release or by filing a Form 8-K. As a result, a company may satisfy NASDAQ’s requirement to disclose receipt of notification that it is non-compliant with a listing standard or that it has received a Public Reprimand letter, as well as certain other required disclosures, by filing a Form 8-K, where required by SEC rules, and does not have to also issue a press release. However, companies that are late in filing a periodic report with the SEC must still issue a press release, in addition to filing any required Form 8-Ks.

NASDAQ has also eliminated the duplicative requirement that a foreign private issuer publish its interim financial statements in a press release as well as on a Form 6-K. Going forward, only the Form 6-K is required.

Finally, companies are no longer required to disclose in a press release the receipt of an audit opinion that contains a going concern qualification. NASDAQ has found this separate press release to be duplicative and confusing to investors given that the audit opinion is included in the company’s annual report, which must be distributed to investors.

These modifications are designed to facilitate compliance with NASDAQ rules by aligning NASDAQ’s disclosure requirement with those of the SEC. In addition, these modifications will eliminate duplicative disclosures that were previously required in some instances, without reducing the information now available to investors.

Additional Information

For more detailed information, please visit the following links:
- SEC Approval Order
- NASDAQ Listing Rules

If you have any questions, please contact your NASDAQ Listing Qualifications Analyst or your NASDAQ Relationship Manager.

About the NASDAQ OMX Group

The NASDAQ OMX Group, Inc. is the world’s largest exchange company. It delivers trading, exchange technology and public company services across six continents, with over 3,800 listed companies. NASDAQ OMX Group offers multiple capital raising solutions to companies around the globe, including its U.S. listings market, NASDAQ OMX Nordic, NASDAQ OMX Baltic, NASDAQ OMX First North, and the U.S. 144A sector. The company offers trading across multiple asset classes including equities, derivatives, debt, commodities, structured products and ETFs. NASDAQ OMX Group technology supports the operations of over 70 exchanges, clearing organizations and central securities depositories in more than 50 countries. NASDAQ OMX Nordic and NASDAQ OMX Baltic are not legal entities but describe the common offering from NASDAQ OMX Group exchanges in Helsinki, Copenhagen, Stockholm, Iceland, Tallinn, Riga, and Vilnius. For more information about NASDAQ OMX, visit http://www.nasdaqomx.com.

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