

Item 12(b) with respect to businesses acquired or to be acquired, furnish the full financial statements required by Regulation S-X and the independent accountant's report thereon. If abbreviated financial statements are furnished pursuant to Item 11(b)(1)(B) with respect to restated financial statements of the registrant, furnish the full financial statements required by Regulation S-X and the independent accountant's report thereon.

20. By amending Form F-3 (referenced in § 239.33) by adding a sentence to the end of the note to General Instruction I.A.5, by adding a sentence to the end of General Instruction I.B.1, I.B.2, I.B.3 and I.B.4, adding Item 11(c), and Item 18 to read as follows:

Note—The text of Form F-3 does not, and this amendment will not, appear in the Code of Federal Regulations.

Form F-3

Registration Statement Under the Securities Act of 1933

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General Instructions

I. Eligibility Requirements for Use of Form F-3

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A. *Registrant Requirements* * * *

5. *Majority-owned subsidiaries* * * *

Note: * * * If such subsidiary satisfies the eligibility criteria in Item 305(a) of Regulation S-K (§ 239.305(a) of this chapter), abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished as specified in Form S-3.

B. *Transaction Requirements*

1. * * * If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to this Instruction.

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2. * * * If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to this Instruction.

3. * * * If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to this Instruction.

4. * * * If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to this Instruction.

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Item 11. Material Changes

(b)(1) * * *

(A) Abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished with respect to the businesses acquired or to be

acquired, except that the information need only be provided for the periods specified by Rule 3-05 of Regulation S-X. This option is available only if the business acquired or to be acquired satisfies the eligibility criteria in Item 305(a)(1) of Regulation S-K.

(B) If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to paragraphs (b)(ii), (iii) or (iv) above with respect to restated financial statements of the registrant required by these paragraphs.

(2) * * * If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated interim financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to paragraph (i) above.

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Item 18. Financial Statements and Schedules

If abbreviated financial statements are furnished pursuant to paragraph (i) of Item 11(b) with respect to businesses acquired or to be acquired, furnish the full financial statements required by Regulation S-X and the independent accountant's report thereon. If abbreviated financial statements are furnished pursuant to paragraph (ii), (iii) or (iv) of Item 11(b) with respect to restated financial statements of the registrant, furnish the full financial statements required by Regulation S-X and the independent accountant's report thereon.

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21. By amending Form F-4 (referenced in § 239.34) by adding Item 10(c)(5), paragraph (iv) to Item 12(a)(2), a sentence at the end of Item 12(a)(3), a sentence at the end of Item 12(a)(5), redesignating paragraph (h) of Item 14 as paragraph (h)(1) of Item 14, adding paragraph (h)(2) to Item 14, redesignating current Item 15 as paragraph (a) to Item 15, adding paragraph (b) to Item 15, redesignating current Item 16 as paragraph (a) to Item 16, adding paragraph (b) to Item 16, adding paragraph (c) to Item 17, removing the words "and Financial Statement Schedules" from the caption to Item 21, removing paragraph (b) from Item 21, redesignating paragraph (c) of Item 21 as paragraph (b) of Item 21, and adding Item 23 to read as follows:

Note—The text of Form F-4 does not, and this amendment will not, appear in the Code of Federal Regulations.

Form F-4

Registration Statement Under the Securities Act of 1933

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Item 10. Information With Respect to F-3 Companies * * *

(c) * * *

(5) If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K:

(i) Abbreviated financial statements meeting the requirements of Item 305 of

Regulation S-K may be furnished pursuant to paragraph (c)(1) of this Item with respect to businesses acquired or to be acquired, except that the information need only be provided for the periods specified by Rule 3-05 of Regulation S-X. This option is available only if the business acquired or to be acquired satisfies the eligibility criteria in Item 305(a)(1) of Regulation S-K.

(ii) Abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to paragraphs (c)(2), (3) and (4) of this Item with respect to restated financial statements of the registrant.

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Item 12. Information With Respect to F-2 or F-3 Registrants

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(a) * * *

(2) * * *

(iv) If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated interim financial statements of the registrant meeting the requirements of Item 305(b)(5) of Regulation S-K may be furnished pursuant to paragraph (a)(2)(i) of this Item.

(3) * * * Abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished with respect to the businesses acquired or to be acquired, except that the information need only be provided for the periods specified by Rule 3-05 of Regulation S-X. This option is available only if the business acquired or to be acquired satisfies the eligibility criteria in Item 305(a)(1) of Regulation S-K.

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(b) * * *

(2) * * *

(vi) If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated interim financial statements of the registrant meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to paragraph (i) above.

(vii) If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to paragraph (b)(2)(ii) of this Item with respect to businesses acquired or to be acquired, except that the information need only be provided for the periods specified by Rule 3-05 of Regulation S-X. This option is available only if the business acquired or to be acquired satisfies the eligibility criteria in Item 305(a)(1) of Regulation S-K.

(viii) If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to paragraphs (b)(2)(iii), (iv) and (v) of this Item with respect to restated financial statements of the registrant required by this Item.

(3) * * *

(ix) If the registrant satisfies the eligibility criteria in Item 305(a) of Regulation S-K, abbreviated financial statements of the registrant meeting the requirements of Item 305 of Regulation S-K may be furnished pursuant to paragraph (3)(vii) of this Item. If