



# EXPEDITED RULE MAKING

**CR-105 (June 2004)**  
(Implements RCW 34.05.353)  
**EXPEDITED RULE MAKING ONLY**

**Agency:** Department of Financial Institutions, Securities Division

**Title of rule and other identifying information:** (Describe Subject) The Securities Division proposes to amend WAC 460-44A-503 to correct a typographical error.

### NOTICE

**THIS RULE IS BEING PROPOSED UNDER AN EXPEDITED RULE-MAKING PROCESS THAT WILL ELIMINATE THE NEED FOR THE AGENCY TO HOLD PUBLIC HEARINGS, PREPARE A SMALL BUSINESS ECONOMIC IMPACT STATEMENT, OR PROVIDE RESPONSES TO THE CRITERIA FOR A SIGNIFICANT LEGISLATIVE RULE. IF YOU OBJECT TO THIS USE OF THE EXPEDITED RULE-MAKING PROCESS, YOU MUST EXPRESS YOUR OBJECTIONS IN WRITING AND THEY MUST BE SENT TO**

Name: Faith L. Anderson, Associate General Counsel  
Agency: Department of Financial Institutions, Securities Division  
Address: P.O. Box 9033; Olympia, WA 98507-9033

**AND RECEIVED BY** (Date) November 23, 2009

**Purpose of the proposal and its anticipated effects, including any changes in existing rules:** The rules in WAC 460-44A-503 set forth the requirements for filing notices on Form D in connection with offerings of securities that are conducted in reliance upon the private and limited offering exemptions from securities registration set forth in WAC 460-44A-504 and -505, and for offerings of securities made in reliance on federal Rule 506 of Regulation D under the Securities Act of 1933 in combination with WAC 460-44A-506. These rules were amended in 2008 to, among other things, adopt text from federal Rule 503 of Regulation D to require amendments to Form D be filed with the Securities Division in the same circumstances and on the same schedule as required by the Securities and Exchange Commission ("SEC"). The notice of proposed rule-making and the rule-making order filed in connection with the 2008 amendments gave notice of the intent of the Securities Division to adopt the SEC's amendment filing rules for Form D notices. We received and responded to one comment letter that included comments regarding the proposed adoption of the SEC's amendment filing requirements. The final codification of these rules contains a typographical error in that current WAC 460-44A-503(3)(b)(x) should be numbered WAC 460-44A-503(3)(c). The Securities Division is now proposing to correct this typographical error. This rule should be amended to correct this typographical error. The text of WAC 460-44A-503 marked to show the proposed amendment is filed with this notice.

**Statutory authority for adoption:** RCW 21.20.450, 21.20.320(1), 21.20.320(9), 21.20.320(17)

**Statute being implemented:** RCW 21.20

**Is rule necessary because of a:**

- |                         |                              |  |
|-------------------------|------------------------------|--|
| Federal Law?            | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| Federal Court Decision? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| State Court Decision?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |

If yes, CITATION:

### CODE REVISER USE ONLY

OFFICE OF THE CODE REVISER  
STATE OF WASHINGTON  
FILED

DATE: **September 18, 2009**  
TIME: **9:16 AM**

**WSR 09-19-087**

**DATE**  
September 17, 2009

**NAME (TYPE OR PRINT)**  
Scott Jarvis

**SIGNATURE**

**TITLE**  
Director

**Name of proponent:** (person or organization) Department of Financial Institutions

- Private
- Public
- Governmental

**Name of agency personnel responsible for:**

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**Agency comments or recommendations, if any, as to statutory language, implementation, enforcement, and fiscal matters:**