

660:11-13-3. Filing requirements [AMENDED]

(a) **Requirement of filing.** Section 1-504 of the Securities Act requires a filing of all Sales Literature for review and response by the Administrator before use or distribution in Oklahoma.

A complete filing shall consist of:

- (1) the Sales Literature Package,
- (2) the fee specified in Section 1-612 of the Securities Act, and
- (3) a representation:

(A) by the applicant, issuer or broker-dealer, that reads substantially as follows: "I ----- hereby attest and affirm that the enclosed sales literature or advertising package contains no false or misleading statements or misrepresentations of material facts, and that all information set forth therein is in conformity with the Company's most recently amended registration statement as filed with the Oklahoma Department of Securities on or about-----."; or

(B) by the applicant, broker-dealer or investment adviser, that reads substantially as follows: "I -----hereby attest and affirm that the enclosed sales literature or advertising package contains no false or misleading statements or misrepresentations of material facts, and that all information set forth therein is in conformity with the provider's current information on file with the Oklahoma Department of Securities."

(b) **Exemption from filing Exclusions.** The following types of Sales Literature are excluded from the filing requirements set forth in this Section:

(1) Sales Literature which does nothing more than identify a broker-dealer and/or offer a specific security at a stated price;

(2) Internal communications that are not distributed to the public;

(3) Prospectuses, preliminary prospectuses, prospectus supplements and offering circulars which have been filed with the Department as part of a registration statement, including a final printed copy if clearly identified as such;

(4) Sales Literature solely related to ~~changes in a the name, of the entity and its~~ personnel, location, ownership, offices, business structure, lines of business, officers or partners, ~~telephone or teletype numbers or contact information~~; and

(5) Sales Literature ~~filed with and approved by the NASD as defined in 660:11-13-2 that is~~ subject to the regulation of FINRA or the SEC and in compliance with the pertinent regulatory requirements.

(c) **Piecemeal filings.** The Department will not approve any Sales Literature Package until a complete filing is received. Piecemeal filings will not be accepted and will result in the disapproval of any materials submitted therewith.