

PRICE 001

AMENDMENT TO H.R. 3269

OFFERED BY MR. PRICE

Page 2, line 3, strike "Section" and insert "(a)
AMENDMENT.—Section".

Page 5, after line 5, insert the following:

1 (b) PROHIBITION ON CLAWBACKS.—

2 (1) PROHIBITION.—No compensation of any ex-
3 ecutive, having been approved by a majority of
4 shareholders pursuant to section 14(i) of the Securi-
5 ties exchange Act of 1934 (as added by subsection
6 (a)), may be subject to any clawback except—

7 (A) in accordance with any contract of
8 such executive providing for such a clawback; or

9 (B) in the case of ~~criminal~~ fraud on the
10 part of such executive, to the extent provided by
11 Federal or State law.

12 (2) REGULATIONS.—The Securities and Ex-
13 change Commission shall promulgate rules necessary
14 to implement and enforce paragraph (1).

agreed to delete by me

