

SEWARD & KISSEL LLP

Key 2025 SEC Filing Deadlines and Financial Statement Staleness Dates

January 2025						
S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

February 2025						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	

March 2025						
S	M	T	W	T	F	S
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2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

April 2025						
S	M	T	W	T	F	S
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13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30			

May 2025						
S	M	T	W	T	F	S
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4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

June 2025						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30					

July 2025						
S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

August 2025						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

September 2025						
S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30				

October 2025						
S	M	T	W	T	F	S
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5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

November 2025						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30						

December 2025						
S	M	T	W	T	F	S
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7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

Large Accelerated Filer Due Date	US Federal Holiday (SEC Closed)
Accelerated Filer Due Date	Proxy Statement Due
Non-Accelerated Filer Due Date	Financial Statement Staleness Date
Foreign Private Issuer Form 20-F Due Date	Comfort Letter Staleness Date
Market Holidays (NYSE & Nasdaq)	Market Early Close (1:00pm EST)

Periodic Report Filing Deadlines		
2025 Form Due Date	Type of Filer	Form Due Date Calculation
Form 10-K Annual Report for Year Ended December 31, 2024		
March 3*	Large Accelerated Filers	60 days after fiscal year-end
March 17*	Accelerated Filers	75 days after fiscal year-end
March 31	Non-Accelerated Filers	90 days after fiscal year-end
April 30	Definitive proxy statement or information statement if Part III of Form 10-K incorporates information from proxy by reference	120 days after fiscal year-end
Form 20-F Annual Report for Year Ended December 31, 2024		
April 30	Foreign Private Issuers ¹	4 months after fiscal year-end
Form 10-Q Quarterly Report for Quarter Ended March 31, 2025²		
May 12*	Large Accelerated and Accelerated Filers	40 days after fiscal quarter-end
May 15	Non-Accelerated Filers	45 days after fiscal quarter-end
Form 10-Q Quarterly Report for Quarter Ended June 30, 2025		
August 11*	Large Accelerated and Accelerated Filers	40 days after fiscal quarter-end
August 14	Non-Accelerated Filers	45 days after fiscal quarter-end
Form 10-Q Quarterly Report for Quarter Ended September 30, 2025		
November 10*	Large Accelerated and Accelerated Filers	40 days after fiscal quarter-end
November 14	Non-Accelerated Filers	45 days after fiscal quarter-end

*Reflects filing date falling on a weekend or federal holiday, which extends the filing deadline to the next business day.

Hours of SEC EDGAR Operations: EDGAR filings may be made between 6 a.m. and 10 p.m. U.S. Eastern Time on weekdays (excluding federal holidays). Filings submitted after 5:30 p.m. receive the next business day's filing date (except Schedules 13D/G, Section 16 filings and Rule 462(b) registration statements, which receive the date of the actual filing if filed by 10:00pm U.S. Eastern Time).

Rule 12b-25: Filing a Form 12b-25 with the SEC within one business day after the filing deadline for a Form 10-Q or Form 10-K will provide an issuer with an automatic extension of the filing deadline of such report. An issuer is granted 15 additional calendar days to file a late Form 10-K and five additional calendar days to file a late Form 10-Q. Reports filed within such extension periods are deemed to have been timely filed.

¹ Foreign private issuers are generally not required to file financial statements with the U.S. Securities and Exchange Commission ("SEC") on a quarterly basis. Normally, they only are required to file audited annual financial statements, which they must file annually as part of their annual reports on Form 20-F. An auditor registered with the U.S. Public Company Accounting Oversight Board must audit the financial statements. If the company prepares them in accordance with IFRS as accepted by the IASB (rather than U.S. GAAP) a U.S. GAAP reconciliation is not needed. However, if the company prepares the financial statements under any other accounting standards, then it also must provide a U.S. GAAP reconciliation. NASDAQ Listing Rule 5250(c) and NYSE Listing Rule 203.03 require all foreign private issuers to submit to the SEC, under cover of a Form 6-K, an interim balance sheet and income statement as of the end of their second fiscal quarter. This interim financial information may be unaudited, and, even if it is not produced under U.S. GAAP or IFRS, it does not have to be reconciled to U.S. GAAP. The company must submit the Form 6-K no later than six months following the end of its second quarter.

² As a practical matter, in the context of a capital raise, a foreign private issuer's underwriter may find it challenging to market to potential U.S. investors without publicly available quarterly financial information, even though, as noted above, the SEC does not mandate such information. Consequently, the underwriter may require the company to provide substantially the same financial information as required in a domestic issuer's quarterly report on Form 10-Q following the end of each quarter and/or in its offering document as the case may be.

Financial Statement Staleness Dates

Staleness Date ³	Financial Statement	
February 11	2024 Q3 financial statements comfort staleness date	134 days after end of Q-3
February 14	2024 Q3 financial statements for initial public offerings, “Delinquent Filers” and “Loss Corporations” ⁴	45 days after year-end
March 3 ⁵	2024 Q3 financial statements for Large Accelerated Filers ⁶	60 days after year-end
March 17 ⁵	2024 Q3 financial statements for Accelerated Filers ⁶	75 days after year-end
March 31	2024 Q3 financial statements for all other filers	90 days after year-end
May 9	2024 year-end financial statements for Large Accelerated Filers and Accelerated Filers	129 days after year-end
May 14	2024 year-end financial statements for all other filers and 2024 year-end financial statements comfort staleness date	134 days after year-end
August 7	2025 Q1 financial statements for Large Accelerated Filers and Accelerated Filers	129 days after end of Q-1
August 12	2025 Q1 financial statements for all other filers and 2025 Q1 comfort staleness date	134 days after end of Q-1
November 6	2025 Q2 financial statements for Large Accelerated Filers and Accelerated Filers	129 days after end of Q-2
November 11	2025 Q2 financial statements comfort staleness date	134 days after end of Q-2
November 12 ⁵	2025 Q2 financial statements for all other filers	134 days after end of Q-2

Note for Foreign Private Issuers: Audited annual financial statements of a foreign private issuer turn stale 15 months after the fiscal year end covered by such financial statements (for certain offerings, the 15-month period may be extended to 18 months). Registration statements that become effective more than nine months after the end of the last fiscal year require unaudited interim financial statements covering at least the first six months of the fiscal year. If financial information for an annual or interim period more current than otherwise required is made available in any jurisdiction, such financial information must be included in the applicable registration statement.

Gap Periods: Where the applicable filing deadline follows the staleness date, the SEC generally accommodates companies that have timely filed their financial statements in the past 12 months by allowing such companies’ registration statements to take effect during the gap period between the staleness date and the filing date. The SEC may ask the filer to confirm that the report will be timely filed after effectiveness and that there have been no material trends, events or transactions that arose after the date of the latest balance sheet included in the filing that would materially affect an investor’s understanding of the registrant’s financial condition and results of operations.

³ Last date financials may be used. See Reg S-X Rule 3-12.

⁴ A “Delinquent Filer” means a registrant that files annual, quarterly and other reports pursuant to Sections 13(d) and 13(g) of the Securities Exchange Act of 1934, but all reports due to be filed have not been filed. A “Loss Corporation” means a corporation that does not expect to report positive income after taxes but before extraordinary items and the cumulative effect of a change in accounting principle for the most recently ended fiscal year and for at least one of the two prior fiscal years.

⁵ If the regulatory staleness date falls on a weekend or federal holiday, the staleness date is extended to the next business day.

⁶ Assumes that the filer is not a “Loss Corporation” or “Delinquent Filer.” A “Large Accelerated Filer” is an issuer that (i) has a public float of greater than \$700 million; (ii) has been filing periodic reports for at least 12 calendar months; (iii) has filed at least one annual report previously; and (iv) is not a smaller reporting company. Generally, an “Accelerated Filer” is an issuer that meets the requirements above, except the market value criterion is \$75 million or more, but less than \$700 million. If an issuer no longer qualifies for its particular status (less than \$560 million and more than \$60 million for Large Accelerated Filers and less than \$60 million for Accelerated Filers, calculated as of the last business day of the issuer’s most recently completed second fiscal quarter), it will nevertheless remain in its existing status until the end of that fiscal year. See Exchange Act Rule 12b-2.

Other Filing Deadlines

Type of Form	Form Due Date Calculation
Form 3	Within 10 days of becoming an officer, director or beneficial owner of more than 10% of a class of equity registered under the Exchange Act. If the issuer is registering equity for the first time, then by the effective date of the applicable registration statement.
Form 4	Within two days following the transaction date.
Form 5	45 days after fiscal year-end.
Schedule 13G	45 days after the quarter-end in which a qualified institutional or exempt investor crosses the 5% beneficial ownership threshold; or within five business days for passive investors. Amendments are due within 45 days after the end of the quarter in which there are any material changes in the information last reported. (Shorter deadlines apply to qualified institutional investors or passive investors whose ownership exceeds 10%.)
Schedule 13D	Five business days after acquiring more than 5% beneficial ownership, with amendments due within two business days of any material change.
Form 13F	45 days after calendar year-end and 45 days after the end of each of the first three calendar quarters (February 14, May 15, August 14, November 14).
Form 11-K	Within 90 days after the end of the fiscal year of the plan, provided that plans subject to ERISA shall file the plan financial statements within 180 days after the plan's fiscal year end.
Form SD	No later than June 2* for conflict minerals disclosure and no later than 270 days after fiscal year end for resource extraction payments disclosure (September 29*).
Form 40-F	The same date the issuer's annual report is due to be filed in Canada.
Form 8-K	Within four business days of the event that triggers disclosure, unless subject to exceptions specified in the form.

*Reflects filing date falling on a weekend or federal holiday, which extends the filing deadline to the next business day.