

112TH CONGRESS  
2D SESSION

# H. R. 3875

To amend the Securities Exchange Act of 1934 to require the disclosure of the total number of a company's domestic and foreign employees.

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## IN THE HOUSE OF REPRESENTATIVES

FEBRUARY 1, 2012

Mr. PETERS (for himself, Mr. MCNERNEY, and Mr. BISHOP of New York) introduced the following bill; which was referred to the Committee on Financial Services

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## A BILL

To amend the Securities Exchange Act of 1934 to require the disclosure of the total number of a company's domestic and foreign employees.

1 *Be it enacted by the Senate and House of Representa-*  
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. SHORT TITLE.**

4 This Act may be cited as the “Outsourcing Account-  
5 ability Act of 2012”.

1 **SEC. 2. REQUIRED DISCLOSURE OF NUMBER OF DOMESTIC**  
2 **AND FOREIGN EMPLOYEES.**

3 Section 13 of the Securities Exchange Act of 1934  
4 (15 U.S.C. 78m) is amended by adding at the end the  
5 following new subsection:

6 “(r) DISCLOSURE OF NUMBER OF DOMESTIC AND  
7 FOREIGN EMPLOYEES.—

8 “(1) IN GENERAL.—Beginning the first full fis-  
9 cal year that begins after the date of enactment of  
10 this subsection, each issuer required to file reports  
11 with the Commission pursuant to subsection (a)  
12 shall disclose annually to the Commission and to  
13 shareholders—

14 “(A) the total number of employees of the  
15 issuer and each consolidated subsidiary of the  
16 issuer who are domiciled in the United States  
17 and listed by number in each State;

18 “(B) the total number of such employees  
19 physically working in and domiciled in any  
20 country other than the United States, listed by  
21 number in each country; and

22 “(C) the percentage increase or decrease in  
23 the numbers required under subparagraphs (A)  
24 and (B) from the previous reporting year.

25 “(2) EXEMPTIONS.—

1           “(A) NEWER PUBLIC COMPANIES.—An  
2 issuer shall not be subject to the requirement  
3 under paragraph (1) for the first 5 years after  
4 the issuer is first required to file reports with  
5 the Commission pursuant to subsection (a).

6           “(B) SMALLER COMPANIES.—An issuer  
7 that had total annual gross revenues of less  
8 than \$1,000,000,000 during its most recently  
9 completed fiscal year shall not be subject to the  
10 requirement under paragraph (1).

11          “(3) REGULATIONS.—The Commission may  
12 promulgate such regulations as it considers nec-  
13 essary to implement the requirement set forth in  
14 paragraph (1).”.

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