



June 16, 2022

Vanessa A. Countryman, Secretary
U.S. Securities and Exchange Commission
100 F Street NE
Washington, DC 20549-1090

RE: File No. S7-10-22: *The Enhancement and Standardization of Climate-Related Disclosures for Investors*

Dear Secretary Countryman,

Wisconsin Manufacturers & Commerce (WMC) appreciates the opportunity to provide written comment to the Securities and Exchange Commission (SEC) on File No. S7-10-22, the Commission's proposed rule to require registrants to provide certain climate-related information in their registration statements and annual reports.

WMC is Wisconsin's combined state chamber of commerce and manufacturers' association. We represent approximately 3,800 member companies of all sizes, and from every sector of the economy. Our members rely on a predictable set of rules and regulations in order to do business in Wisconsin. Many of our members would be negatively impacted by the SEC's proposed climate disclosure rule.

WMC opposes the proposed climate disclosure rule and urges the SEC to withdraw it.

The rule is overly burdensome and unworkable for many Wisconsin businesses. Moreover, the rule exceeds the boundaries of SEC's statutory mandate provided by Congress, and includes matters in which the agency lacks appropriate expertise.

WMC has a number of serious concerns with the proposed rule. This climate disclosure rule:

- Imposes a broad mandate for public companies to report information that is immaterial to their operations or financial performance, or may be unavailable altogether.
- Fails to properly consider the feasibility of compliance, nor the substantial new costs imposed on public companies.
- Provides a far too aggressive implementation timeline, as some key disclosure requirements may take effect as soon as fiscal year 2023 filings.

Among the specific requirements in the rule, the required disclosures for greenhouse gas emissions data stand out as especially burdensome. These reporting requirements wholly misalign with what is currently tracked by companies, and when that information can be reliably

reported. In addition, requiring companies to report incomplete or inaccurate emissions data, as the SEC proposes to do in this rule, opens them to unwarranted liability exposure.

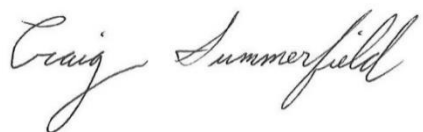
The broad impact of this rule must also be noted. While the rule is nominally limited to public companies, the impact will be felt by smaller and mid-sized businesses and even privately-held companies. The proposed exemption for smaller reporting companies (SRCs) is far too narrow and this rule will impact many smaller and medium-sized manufacturers. In addition, the new indirect greenhouse gas emissions reporting requirements in the rule (Scope 3) will ultimately be extended to small and privately-held businesses, as publicly-held businesses will need privately-held suppliers to track emissions so they can meet these over-reaching SEC obligations.

Moreover, these proposed emission reporting requirements are above and beyond what Wisconsin manufacturers must already report to the Wisconsin Department of Natural Resources (DNR) to fulfill obligations to the U.S. Environmental Protection Agency (EPA). As of this writing, WMC is concurrently finalizing comments to the EPA highlighting concerns over newly proposed ozone regulations that will also negatively impact Wisconsin manufacturers. Wisconsin manufacturers and businesses are not immune to the high energy prices, sky-high inflation, and supply chain challenges facing companies throughout the U.S. This SEC rule is simply another regulatory challenge that Wisconsin businesses are forced to address.

In summary, WMC urges the SEC to withdraw the proposed climate disclosure rule (File No. S7-10-22) as it is unworkable and would result in the imposition of burdensome regulatory requirements on both public and privately-held businesses in Wisconsin. For more information, WMC urges the SEC to carefully review previously submitted comments by the National Association of Manufacturers, which provides a detailed analysis of the many flaws in this proposed rule.

Thank you for the consideration of our comments.

Sincerely,

A handwritten signature in cursive script that reads "Craig Summerfield".

Craig Summerfield
Director of Environmental & Energy Policy
Wisconsin Manufacturers & Commerce

CC:

Amy Rawlings, Vice President of State Affairs – National Association of Manufacturers