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## **SECURITIES AND EXCHANGE COMMISSION**

**[SEC File No. 270-186, OMB Control No. 3235-0186]**

### **Proposed Collection; Comment Request**

Upon Written Request, Copies Available From

Securities and Exchange Commission

Office of FOIA Services

100 F Street, NE

Washington, DC 20549-2736

Revision: Form N-8B-2

Notice is hereby given that, pursuant to the Paperwork Reduction Act of 1995 (44 U.S.C. 3501 et seq.), the Securities and Exchange Commission (the “Commission”) is soliciting comments on the collection of information summarized below. The Commission plans to submit this existing collection of information to the Office of Management and Budget for extension and approval.

Form N-8B-2 (17 CFR 274.12) is the form used by unit investment trusts (“UITs”) other than separate accounts that are currently issuing securities, including UITs that are issuers of periodic payment plan certificates and UITs of which a management investment company is the sponsor or depositor, to comply with the filing and disclosure requirements imposed by section 8(b) of the Investment Company Act of 1940 (15 U.S.C. 80a-8(b)). Form N-8B-2 requires disclosure about the organization of a UIT, its securities, the personnel and affiliated persons of the depositor, the distribution and redemption of securities, the trustee or custodian, and financial statements. The

Commission uses the information provided in the collection of information to determine compliance with section 8(b) of the Investment Company Act.

Each registrant subject to the Form N-8B-2 filing requirement files Form N-8B-2 for its initial filing and does not file post-effective amendments on Form N-8B-2.<sup>1</sup> The Commission staff estimates that approximately one respondent files one Form N-8B-2 filing annually with the Commission. Based on form amendments to include formatting and hyperlinking requirements to Form N-8B-2 arising from the adoption of the FAST Act release<sup>2</sup>, staff estimates that the burden for compliance with Form N-8B-2 is approximately 28 hours per filing.<sup>3</sup> The total hourly burden for the Form N-8B-2 filing requirement therefore is 28 hours in the aggregate (1 respondent x one filing per respondent x 28 hours per filing), at an internal cost burden of \$9,912, and external cost burden of \$10,300.

Estimates of the burden hours are made solely for the purposes of the PRA and are not derived from a comprehensive or even a representative survey or study of the costs of SEC rules and forms. The information provided on Form N-8B-2 is mandatory. The information provided on Form N-8B-2 will not be kept confidential. An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

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<sup>1</sup> Post-effective amendments are filed with the Commission on the UIT's Form S-6. Hence, respondents only file Form N-8B-2 for their initial registration statement and not for post-effective amendments.

<sup>2</sup> *FAST Act Modernization and Simplification of Regulation S-K*, Securities Act Release No. 10618 (March 20, 2019) [84 FR 12674 (April 2, 2019)].

<sup>3</sup> Staff estimates are also adjusted to reflect new disclosures for UIT ETFs arising from the adoption of the Exchange-Traded Funds release. *See* Exchange-Traded Funds, Investment Company Act Release No. 33646 (Sept. 25, 2019) [84 FR 57162 (Oct. 24, 2019)].

Written comments are invited on: (a) whether the proposed collection of information is necessary for the proper performance of the functions of the agency, including whether the information will have practical utility; (b) the accuracy of the agency's estimate of the burden of the collection of information; (c) ways to enhance the quality, utility, and clarity of the information collected; and (d) ways to minimize the burden of the collection of information on respondents, including through the use of automated collection techniques or other forms of information technology. Consideration will be given to comments and suggestions submitted in writing within 60 days of this publication.

Please direct your written comments to David Bottom, Director/Chief Information Officer, Securities and Exchange Commission, C/O Cynthia Roscoe, 100 F Street, NE, Washington, DC 20549; or send an email to: [PRA\\_Mailbox@sec.gov](mailto:PRA_Mailbox@sec.gov).

Dated: July 21, 2020.

**J. Matthew DeLesDernier,**

*Assistant Secretary.*