

SUPPORTING STATEMENT FOR FORM TH

A. Justification

1. Necessity of Information Collection

Regulation S-T governs the Commission's Electronic Data Gathering, Analysis, and Retrieval ("EDGAR") system. The EDGAR system is used to electronically submit reports, schedules, forms and other filings to the Commission. The cornerstone of the EDGAR rules is Regulation S-T, which provides general instructions and requirements for filing on EDGAR. Regulation S-T identifies filings that must be filed electronically, rules providing exemptions from electronic filing for specified types of hardships, and rules discussing treatment of graphic and image material. In order to facilitate its electronic filing requirements, the Commission developed special forms that were unique to filing on EDGAR. One such specialized form is Form TH, which must be filed by any electronic filer that submits to the Commission, pursuant to a temporary hardship exemption, a document in paper format that otherwise would be required to be submitted electronically as prescribed by Rule 201(a) of Regulation S-T.

2. Purposes of, and Consequences of Not Requiring, the Information Collection

Form TH provides notification to the Commission that an electronic filer is relying on the temporary hardship exemption. Moreover, the information required by the Commission permits verification of compliance with securities law requirements and assures the public availability and dissemination of such information.

3. Role of Improved Technology and Obstacles to Reducing Burden

Form TH is used to implement improved information dissemination technology. The EDGAR system is designed to reduce the regulatory burden of paper filings with the Commission.

4. Efforts to Identify Duplication

The EDGAR system is unique to the Commission; consequently no duplication of Form TH exists.

5. Effect on Small Entities

Small entities are permitted to file Form TH if they meet the requirements of a temporary hardship exemption, which is outlined in Rule 201 of Regulation S-T, but we do not expect the filing of Form TH to have a significant economic impact on a substantial number of small entities. EDGAR has been designed to accommodate small entities to the greatest degree possible while still providing for the public electronic dissemination of information.

6. Consequences of Less Frequent Collection

Form TH must be used every time an electronic filer experiences unanticipated technical difficulties preventing the timely preparation and submission of a required electronic filing.

7. Inconsistencies with Guidelines in 5 C.F.R. 1320.6

Not applicable.

8. Consultations Outside the Agency

Before being adopted, Form TH was proposed for public comment. No Comments were received on these requests during the 60-day comment period prior to OMB's review.

9. Payment or Gift to Respondent

Not applicable.

10. Assurance of Confidentiality

Form TH is a public document.

11. Sensitive Questions

Not applicable

12. Estimate of Respondent Reporting Burden

We estimate that approximately 70 registrants file Form TH and it takes an estimated 0.33 hours per response for a total annual burden of 23 hours. We estimate that 100% of the 23 burden hours are prepared by the company. The estimated hours are made solely for the purposes of the Paperwork Reduction Act.

13. Estimate of Total Annualized Cost Burden

We estimate that the issuer will prepare 100% of the total reporting burden imposed by the form and there is no additional cost associated with the information collection.

14. Estimate Cost to the Federal Government

The cost to the Federal Government is minimal for processing Form TH because it is a simple cover sheet that identifies attached information.

15. Explanation of Changes in Burden

Not applicable.

16. Information Collections Planned for Statistical Purposes

Not applicable.

17. Explanation as to Why Expiration Date Will Not Be Displayed

Not applicable.

18. Exceptions to Certification

Not applicable

B. Collection of Information Employing Statistical Methods

Not applicable.