

SUPPORTING STATEMENT FOR REGULATION 12B

A. JUSTIFICATION

1. Necessity of Information Collection

The rules contained in Regulation 12B govern all registration statements and reports under Sections 12(b) and 12(g), 13(a) and 15(d) of the Securities Exchange Act of 1934 (“Exchange Act”), including all amendments to such statements and reports, except that any provision in a form covering the same subject matter as any such rule shall be controlling.

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

The purpose of the regulation is to set forth guidelines for the uniform preparation of Exchange Act documents.

3. Role of Improved Information Technology and Obstacles to Reducing Burden

Exchange Act documents are filed electronically using the EDGAR system.

4. Efforts to Identify Duplications

Commission staff receives input from companies who prepare Exchange Act documents to determine whether the disclosure is duplicative, and, if so, how the duplication can be eliminated or reduced.

5. Effects on Small Entities

Many small entities are not required to file reports prepared in accordance with Regulation 12B because they are not required to register under the Exchange Act.

6. Consequences of Less Frequent Collection

Regulation 12B does not directly impose any information collection burdens.

7. Inconsistencies with Guidelines in 5 CFR 1320.5 (d) (2)

Not applicable.

8. Consultations Outside the Agency

Regulation 12B was proposed for public comment. No comments were received on this request during the 60-day comment period prior to OMB’s review of this submission.

9. Payment or Gift to Respondents

Not applicable.

10. Assurance of Confidentiality

All documents are available to the public for review.

11. Sensitive Questions

Not applicable.

12. Estimate of Respondent Reporting Burden

Regulation 12B is assigned one burden hour for administrative convenience because the regulation simply prescribes the disclosure that must appear in other filings under the federal securities laws.

13. Estimate of Total Annualized Cost Burden

Not applicable.

14. Estimated Cost of the Federal Government

Not applicable.

15. Explanation of Change in Burden

Not applicable.

16. Information Collection 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.