

SUPPORTING STATEMENT
OMB Control No. 1550-0118
Transfer Agent Registration and Amendment Form (Form TA-1)

A. Justification.

1. Circumstances that make the collection necessary:

Section 17A(c) of the Securities Exchange Act of 1934 (Act), as amended by the Securities Act Amendments of 1975, provides that all those authorized to transfer securities registered under Section 12 of the Act (transfer agents) shall register "by filing with the appropriate regulatory agency ... an application for registration in such form and containing such information and documents ... as such appropriate regulatory agency may prescribe to be necessary or appropriate in furtherance of the purposes of this section." The Federal Deposit Insurance Corporation (FDIC), Board of Governors of the Federal Reserve (FRB), and the Office of the Comptroller of the Currency (OCC) developed Form TA-1 to satisfy this statutory requirement.

On October 13, 2006, the President signed the Financial Services Regulatory Relief Act of 2006 (FSRRA) into law. One of the provisions of the FSRRA contains an amendment to section 3(a)(34) of the Securities Exchange Act of 1934. Section 3(a)(34) of the Act defines "appropriate regulatory agency" and includes OTS as an appropriate regulatory agency for certain activities, thus authorizing OTS to collect certain information. Therefore, OTS is seeking OMB approval for this collection of information.

2. Use of the information:

OTS will use the information to determine whether to allow, deny, accelerate, or postpone an application. OTS also uses the data to more effectively schedule and plan transfer agent examinations. The Securities and Exchange Commission (SEC) maintains complete files on the registration data of all transfer agents registered pursuant to the Act. It utilizes the data to identify transfer agents and to facilitate development of rules and standards applicable to all registered transfer agents.

3. Consideration of the use of improved information technology:

The forms will be available electronically on OTS's website. The use of improved information technology would not reduce the burden of this submission. Because the form requires the signature of the filing party, the forms are mailed to the OTS versus being completed online. Only the minimum needed information will be collected and the collection will be conducted infrequently, on initial registration and as changes occur.

4. Efforts to identify duplication:

This information collection is unique and does not duplicate any other information already collected from registrants and transfer agents. OTS will forward copies of the filings to the SEC in order to reduce burden on respondents.

5. Methods used to minimize burden if the collection has a significant impact on substantial number of small entities:

This information collection does not have a significant impact on a substantial number of small entities.

6. Consequences to the Federal program if the collection were conducted less frequently:

OTS collects this information on initial registration and as changes occur. This submission is required by statute. OTS will use amendments to identify trends and to plan examinations. OTS would not be in compliance with the law and its supervision program would be harmed severely if amendments were not collected or were collected less frequently. Only the minimum amount of information needed will be collected.

7. Special circumstances necessitating collection inconsistent with 5 CFR Part 1320:

This information collection is conducted in accordance with OMB's guidelines in 5 CFR 1320.

8. Efforts to consult with persons outside the agency:

Notice of intent to commence this collection of information was published in the *Federal Register* on April 27, 2010 (75 FR 22184). No comments were received.-

9. Payment to respondents:

OTS provides no payment or gift to respondents.

10. Any assurance of confidentiality:

OTS does not intend to publish TA-1 data; however, such information is considered public and is available upon request.

11. Justification for questions of a sensitive nature:

There are no questions of a sensitive nature.

12. Burden estimate:

OTS expects the burden attendant to a TA-1 filing to be approximately 75 minutes for new registrants and approximately 10 minutes for amendments. These estimates are based upon the OCC's, FRB's, and FDIC's experience with the transfer agent program.

Burden is as follows:

Initial registrations:

5 respondents @ 1 response per year = 5 responses

5 responses @ 1.25 burden hours per response = 6.25 burden hours

Amendments:

10 respondents @ 1 response per year = 10 responses

10 responses @ .17 burden hours per response = 1.7 burden hours

Total:

15 respondents @ 1 response per year = 15 responses

6.25 hours for initial registrations + 1.7 hours for amendments = 7.95 (rounded to 8) total hours

OTS estimates the cost of the hour burden to respondents as follows:

| | | | |
|--------------------|-------------------------|---|---------------|
| Middle management: | 75% x 15 = 11.25 @ \$40 | = | \$ 450 |
| Senior management: | 15% x 15 = 2.25 @ \$80 | = | \$ 180 |
| Legal counsel: | 10% x 15 = 1.5 @ \$100 | = | <u>\$ 150</u> |
| Total: | | = | \$ 780 |

13. Estimate of annualized costs to respondents:

None.

14. Estimate of annualized costs to the government:

None.

15. Change in burden:

OTS is not citing a change in the inventory burden.

16. Information regarding collections whose results are planned to be published for statistical use:

OTS has no plans to publish the data for statistical purposes.

17. Approval to not display expiration date:

Not applicable.

18. Exceptions to certification statement:

None.

B. Collections of Information Employing Statistical Methods.

Not applicable.