

**SUPPORTING STATEMENT
for the Paperwork Reduction Act
Information Collection
“Form 24F-2”**

A. JUSTIFICATION

1. Necessity for the Information Collection

Section 24(f) of the Investment Company Act of 1940 (“Investment Company Act” or “Act”) [15 U.S.C. 80a-24(f)] relates to the registration of securities of open-end investment companies (“mutual funds”), unit investment trusts (“UITs”) and face-amount certificate companies (collectively, “funds”) under the Securities Act of 1933 (“Securities Act”) [15 U.S.C. 77a]. Specifically, section 24(f) provides that a fund will be deemed to have registered an indefinite amount of securities upon the effective date of its registration statement under the Securities Act. The fund thereafter must pay a fee to the Commission within 90 days after the end of its fiscal year based upon the aggregate sale price of the fund securities sold during that fiscal year pursuant to a registration of an indefinite number of securities (including securities issued pursuant to a dividend reinvestment plan) reduced by (i) the aggregate redemption or repurchase price of the securities during that year and (ii) the aggregate redemption or repurchase price of the securities sold during any prior fiscal year (ending on or after October 11, 1995) that were not used previously by the fund to reduce the registration fees payable under section 24. In addition, a fund that pays the required fee, or any portion thereof, more than 90 days after the end of the fiscal year must pay to the Commission interest on unpaid amounts.

Form 24F-2 provides a standardized format for funds' annual registration fee filings. Form 24F-2 specifically contains items that address redemptions from a fund's prior fiscal years that could be used to reduce registration fees in the fiscal year for which the Form is

filed, and also reflects the requirement that a fund pay interest when the registration fee is paid late.

2. Purpose of the Information Collection

Form 24F-2 is designed to assist funds in making their annual registration fee filings. The Commission and funds' experience since Form 24F-2 was adopted suggests that the Form has been beneficial for funds and reduced errors in registration fee calculations. Use of the Form also has improved the Commission's ability to process funds' registration fee filings.

3. Role of Improved Information Technology

The Commission's electronic filing project (Electronic Data Gathering, Analysis and Retrieval System, or "EDGAR") is designed to automate the filing, processing and dissemination of full disclosure filings. This automation provides for the increased speed, accuracy and availability of information, generating benefits to investors and financial markets. Form 24F-2 is required to be filed with the Commission electronically on EDGAR.

4. Efforts to Identify Duplication

Form 24F-2 does not impose any duplicative requirements, and the information collected through the Form is not available elsewhere.

5. Effect on Small Entities

The requirements of Form 24F-2 apply to all funds, including those that are small entities. Funds must complete Form 24F-2 on an annual basis. The Commission does not believe that complying with the requirements of Form 24F-2 is unduly burdensome,

particularly because the amendments adopted in 1997 served to simplify the form and reduce burdens associated with completing the form.

6. Consequences of Less Frequent Collection

Section 24(f) of the Act requires funds to pay their registration fees annually. Form 24F-2, therefore, is required to be filed annually. In the past, the Commission considered not having a standardized form to accompany the funds' annual registration fee filings. Based on the Commission's experience prior to the adoption of Form 24F-2, and the comments received when Form 24F-2 was proposed, however, the Commission believes that Form 24F-2 has been beneficial for funds and the Commission. Form 24F-2 has made it easier for funds to calculate registration fees and reduced errors in fee calculations.

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

Not applicable.

8. Consultations Outside the Agency

The Commission requested public comment on the collection of information requirements in Form 24F-2 before it submitted this request for extension and approval to the Office of Management and Budget. The Commission received no comments in response to its request.

9. Payment or Gift to Respondents

Not applicable.

10. Assurance of Confidentiality

Not applicable.

11. Sensitive Questions

Not applicable.

12. Estimate of Hour Burden

The estimated average burden hours are made solely for the purposes of the Paperwork Reduction Act and are not derived from a comprehensive or even representative survey or study of the Commission rules and forms.

Commission staff estimate that approximately 6120 respondents file Form 24F-2 annually.¹ The estimated annual burden per respondent of filing Form 24F-2 is two hours of clerical time, with an estimated total annual burden for all respondents of 12,240 hours. At \$67.00 per hour,² the annual cost per respondent of this burden is estimated at \$134.00, and the total annual cost for all respondents is \$820,080.³

13. Estimate of Total Annual Cost Burden

The Commission does not believe that there are any burdens associated with Form 24F-2 other than the burdens discussed in Item 12 of this Supporting Statement.

14. Estimate of Cost to the Federal Government

The annual operational cost of reviewing and processing new registration statements, post-effective amendments, proxy reports and other filings relating to registration amounted to approximately \$21,300,000 in fiscal year 2010, based on the

¹ This estimate is based on Commission filings.

² The hourly wage figure for a compliance clerk is from Securities Industry and Financial Markets Association's Office Salaries in the Securities Industry 2010, modified by Commission staff to account for an 1800-hour work-year and multiplied by 2.93 to account for bonuses, firm size, employee benefits and overhead.

³ This estimate is based on the following calculation: 6120 x \$134 = \$820,080. The information required to be provided on the form – the number of securities sold and redeemed and a worksheet for calculating the amount of the registration fee due – is readily available from records kept by a fund in the course of its regular business.

Commission's computation of the value of staff time devoted to this activity. However, with respect to Form 24F-2 specifically, the costs associated with processing the form are de minimus, given that the process is automated.

15. Explanation of Changes in Burden

The increase in burden hours from 11,414 to 12,240 (an increase of 826 hours) is attributable to an increase in the number of investment companies filing Form 24F-2 (from 5707 to 6120).

16. Information Collections Planned for Statistical Purposes

Not applicable.

17. Approval to not Display Expiration Date

We request authorization to omit the expiration date on the electronic version of the form for design and IT project scheduling reasons. The OMB control number will be displayed.

18. Exceptions to Certification Statement

Not applicable.

B. COLLECTIONS OF INFORMATION EMPLOYING STATISTICAL METHODS

Not applicable.