

SUPPORTING STATEMENT FOR REGULATION 12B

A. JUSTIFICATION

1. Circumstances Making the Collection of Information Necessary

The rules contained in Regulation 12B govern all registration statements and reports filed pursuant to 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.

2. Purpose and Use of the Information Collection

The purpose of the regulation is to set forth guidelines for the uniform preparation of Exchange Act registration statements and reports.

3. Consideration Given to Information Technology

Exchange Act documents are filed electronically using the EDGAR system.

4. Duplication of Information

We are not aware of any rules that substantially duplicate, overlap, or conflict with Regulation 12B.

5. Reducing the Burden 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 Not Conducting Collection

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

7. Special Circumstances

Not applicable.

8. Consultations with Persons 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. 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. Costs to Federal Government

Because the purpose of the regulation is to set forth guidelines for the uniform preparation of Exchange Act registration statements and reports there is no cost to the federal government.

15. Reason for Change in Burden

Not applicable.

16. Information Collection Planned for Statistical Purposes

Not applicable.

17. Approval to Omit OMB Expiration Date

The Commission is not seeking approval to omit the expiration date.

18. Exceptions to Certification for Paperwork Reduction Act Submissions

Not applicable.

B. STATISTICAL METHODS

Not applicable.