

**SUPPORTING STATEMENT**  
**For the Paperwork Reduction Act Information Collection Submission for**  
**Form N-17f-2**

**A. JUSTIFICATION**

**1. Necessity for the Information Collection**

Rule 17f-2 (17 CFR 270.17f-2), entitled “Custody of Investments by Registered Management Investment Company,” was adopted in 1940 under section 17(f) of the Investment Company Act of 1940 (15 U.S.C. 80a-17(f)) (the “Act”), and was last amended materially in 1947. Rule 17f-2 establishes safeguards for arrangements in which a registered management investment company (“fund”) is deemed to maintain custody of its own assets, such as when the fund maintains its assets in a facility that provides safekeeping but not custodial services.<sup>1</sup> The rule includes several recordkeeping or reporting requirements. The fund’s directors must prepare a resolution designating not more than five fund officers or responsible employees who may have access to the fund’s assets. The designated access persons (two or more of whom must act jointly when handling fund assets) must prepare a written notation providing certain information about each deposit or withdrawal of fund assets, and must transmit the notation to another officer or director designated by the directors. Independent public accountants must verify the fund’s assets three times each year, and two of those examinations must be unscheduled.<sup>2</sup>

Form N-17f-2 (17 CFR 274.220) is entitled “Certificate of Accounting of Securities and Similar Investments in the Custody of Management Investment Companies.” Form N-17f-2 is the cover sheet for the accountant examination certificates prepared under rule 17f-2. Form N-17f-2 facilitates the filing process for accountant examination certificates. The form has a purely

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<sup>1</sup> The rule generally requires all assets to be deposited in the safekeeping of a “bank or other company whose functions and physical facilities are supervised by Federal or State authority.” The fund’s securities must be physically segregated at all times from the securities of any other person.

<sup>2</sup> The accountant must transmit to the Commission promptly after each examination a certificate describing the examination on Form N-17f-2. The third (scheduled) examination may coincide with the annual verification required for every fund by section 30(g) of the Act (15 U.S.C. 80a-29(g)).

administrative purpose and does not require any additional information (beyond that required by rule 17f-2) to be collected.

## **2. Purpose and Use of the Information Collection**

Form N-17f-2 facilitates the filing of the accountant's examination certificates prepared under rule 17f-2. Form N-17f-2 increases the accessibility of the examination certificates to both Commission staff and interested investors by ensuring that the certificates are filed under the proper SEC file number and correct name of a fund.

## **3. Consideration Given to Information Technology**

The Commission's Electronic Data Gathering, Analysis and Retrieval System ("EDGAR") provides for the automated filing, processing, and dissemination of full disclosure filings. The automation provides for speed, accuracy and public availability of information, generating benefits to investors and financial markets. Currently, the accountant's certificates are required to be filed electronically on Form N-17f-2.

## **4. Duplication**

The Commission evaluates reporting requirements for duplication periodically, and whenever a rule or a change in a rule is proposed. There is no duplication of the information required by Form N-17f-2.

## **5. Effect on Small Entities**

Form N-17f-2 does not significantly increase the regulatory burden on any funds, including small entities.

## **6. Consequences of Not Conducting Collection**

Less frequent collection on Form N-17f-2 could inhibit the dissemination of timely information to the public and could impair the ability of the Commission's examination staff to ascertain compliance with the rule.

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

None.

**8. Consultation Outside the Agency**

The Commission requested public comment on the collection of information requirements for Form N-17f-2 before it submitted this request for extension and approval to the Office of Management and Budget. This solicitation included requesting public comments on the burden estimates for all information collections under this OMB control number. The Commission received no comments in response to its request.

The Commission and staff of the Division of Investment Management participate in an ongoing dialogue with representatives of the fund industry through public conferences, meetings, and informal exchanges. These forums provide the Commission and the staff means of ascertaining and acting upon paperwork burdens confronting the industry.

**9. Payment or Gift**

Not applicable.

**10. Confidentiality**

Not applicable.

**11. Sensitive Questions**

No information of a sensitive nature, including social security numbers, will be required under this collection of information. The information collection collects basic Personally Identifiable Information (PII) that may include names, job titles, and work addresses. However, the agency has determined that the information collection does not constitute a system of record for purposes of the Privacy Act. Information is not retrieved by a personal identifier. In accordance with Section 208 of the E-Government Act of 2002, the agency has conducted a Privacy Impact Assessment (PIA) of the EDGAR system, in connection with this collection of

information. The EDGAR PIA, published on 1/29/2016, is provided as a supplemental document and is also available at <https://www.sec.gov/privacy>.

## **12. Burden of Information Collection**

The estimate of average burden hours is made solely for the purposes of the Paperwork Reduction Act of 1995,<sup>3</sup> and is not derived from a comprehensive or even a representative survey or study of the costs of Commission rules and forms. Under rule 17f-2, each fund is required to file Form N-17f-2 at least three times a year with the Commission. Commission staff estimates that 201 funds file Form N-17f-2 each year,<sup>4</sup> and that it takes approximately 2 hours per response to prepare and file Form N-17f-2 with the Commission. Commission staff further estimates that on average each fund files Form N-17f-2 approximately three times a year for a total annual hourly burden per fund of approximately 6 hours.<sup>5</sup> Thus, the total annual burden for preparing and filing Form N-17f-2 is approximately 1,206 hours.<sup>6</sup> Commission staff estimates that it takes on average 1.25 hours of fund accounting personnel at a cost of \$218<sup>7</sup> per hour to prepare each

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<sup>3</sup> 44 U.S.C. 3501 *et seq.*

<sup>4</sup> On average, each year approximately 201 funds filed Form N-17f-2 with the Commission during calendar years 2017-2019.

<sup>5</sup> In the aggregate, funds filed 633 Form N-17f-2s on average each year from 2017-2019. (633 filings per year / 201 funds filing each year = 3.15 filings per fund per year).

<sup>6</sup> This estimate is based on the following calculation: 201 respondents (funds that file Form N-17f-2 each year) x 3 (responses per fund per year) x 2 (hours per response) = 1,206 hours. Estimates of the number of hours are based on conversations with individuals in the mutual fund industry. The actual number of hours may vary significantly depending on individual fund assets.

<sup>7</sup> The hourly wage figure for a senior accountant is from the Securities Industry and Financial Markets Association's Management & Professional Salaries in the Securities Industry 2013, modified by Commission staff to account for an 1800-hour work-year and inflation and multiplied by 5.35 to account for bonuses, firm size, employee benefits and overhead.

Form N-17f-2 and 0.75 hours of clerical time at a cost of \$82<sup>8</sup> per hour to file the form with the Commission for a total annual cost per fund of approximately \$1,002.<sup>9</sup> Therefore we estimate the total cost of the hour burden for filing Form N-17f-2's collection of information requirements to be approximately \$201,402.<sup>10</sup>

Summary of Revised Annual Responses, Burden Hours, and Cost Estimates

IC Title	Annual No. of Responses			Annual Time Burden (Hrs.)			External Cost to Respondents (\$)		
	Previously approved	Requested	Change	Previously approved	Requested	Change	Previously approved	Requested	Change
Form N-17f-2	194 New Annual Funds	201 New Annual Funds	7	1,164	1,206	42	\$0	\$0	\$0

### 13. Cost to Respondents

Form N-17f-2 does not impose any paperwork related cost burden not discussed in item 12 above.

### 14. Cost to the Federal Government

Because the form facilitates the electronic filing of the attached certificate, the amount of staff time required to process the EDGAR filing of the Form N-17F-2 and the related costs to the federal government are *de minimis*.

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<sup>8</sup> The hourly wage figure for an administrative assistant (clerical) is from the Securities Industry and Financial Markets Association's Office Salaries in the Securities Industry 2013, 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.

<sup>9</sup> We based this estimate on the following calculation 3.75 hours (1.25 hours per form x 3 forms annually) x \$218 (fund senior accountant hourly rate) + 2.25 hours (.75 hours per form x 3 forms annually) x \$82 (administrative assistant (clerical) hourly rate) = \$1,002.

<sup>10</sup> We based this estimate on the following calculation: 201 funds x \$1,002 (total annual cost per fund) = \$201,402.

**15. Change in Burden**

The change in the estimated hour burden is due to the increased in the number of funds reporting on Form N-17f-2 from 194 to 201. Based on a review of filings, the time to prepare the form has not changed. Changes to the estimated cost to the hour burden are based upon inflation adjustments to the relevant salary estimates. These changes in burden also reflect the Commission's revision and update of burden estimates for all information collections under this OMB control number (whether or not associated with rulemaking changes), and the Commission requested public comment on all information collection burden estimates for this OMB control number.

**16. Information Collection Planned for Statistical Purposes**

Not applicable.

**17. Approval to Omit OMB Expiration Date**

Not applicable.

**18. Exceptions to Certification Statement for Paperwork Reduction Act  
Submission**

Not applicable.

**B. COLLECTION OF INFORMATION EMPLOYING STATISTICAL METHODS**

Not applicable.