

SUPPORTING STATEMENT FOR THE PAPERWORK REDUCTION ACT
INFORMATION COLLECTION SUBMISSION FOR THE
NOTICE OF EXEMPT PRELIMINARY ROLL-UP COMMUNICATION

A. JUSTIFICATION

1. Circumstances Making the Collection of Information Necessary

Rule 14a-2(b)(4) (17 CFR 240.14a-2(b)(4)) under the Securities Exchange Act of 1934 (“Exchange Act”) provides an exemption from Exchange Act proxy rules for any solicitation in connection with a “roll-up transaction” (defined in 17 CFR 229.901(c)) in which the holder of a security that is the subject of a proposed roll-up transaction engages in preliminary communications with other holders of securities that are the subject of the same roll-up transaction for the purpose of determining whether to solicit proxies, consents, or authorizations in opposition to the proposed roll-up transaction. The exemption does not apply to a holder of 5% or more of the securities of a class that is the subject of the proposed roll-up transaction who engages in the business of buying and selling limited partnership interests in the secondary market unless that holder discloses such ownership interest and any relations to the parties of the transaction or to the transaction itself, to security holders to whom the communications are made as required by Rule 14a-6(n)(1) (17 CFR 14a-6(n)(1)) and as specified in the Notice of Exempt Preliminary Roll-Up Communication (17 CFR 240.14a-104) (“Notice”). Whether the communication is written or oral, the Notice must be furnished to the Commission.

2. Purpose and Use of the Information Collection

The purpose of the Notice is to provide the public information regarding ownership interests and any potential conflicts of interest of the person engaging in the solicitation.

3. Consideration Given to Information Technology

The Notice is filed electronically with the Commission using EDGAR.

4. Duplication of Information

There is no duplication of information.

5. Reducing the Burden on Small Entities

Many small businesses are not subject to the proxy rule requirements because they do not have a class of securities registered under Section 12 of the Exchange Act. The Notice imposes a minimal burden on filers and must be filed only by holders of more than five percent of a class of securities that is the subject of the proposed roll-up transaction.

6. Consequences of Not Conducting Collection

The Notice is only filed once in connection with a proposed limited partnership roll-up transaction. Less frequent collection could result in failure to transmit useful information to the public markets.

7. Special Circumstances

There are no special circumstances.

8. Consultations with Persons Outside the Agency

No public comments were received during the 60-day comment period prior to OMB's review of this submission.

9. Payment or Gift to Respondents

No payment or gift to respondents.

10. Confidentiality

The Notice is a public document.

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 a name and job title. However, the agency has determined that the information collection does not constitute a system of records 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 March 6, 2025, is provided as a supplemental document and is also available at <https://www.sec.gov/privacy>.

12. Estimate of Respondents Reporting Burden

Estimated Reporting Burden

Information Collection Title	OMB Control Number	Number of Responses	Burden Hours
Notice of Exempt Preliminary Roll-Up Communication	3235-0452	6	2

For purposes of Paperwork Reduction Act (“PRA”), we estimate that the Notice takes approximately 0.25 hours per response to comply with collection of information requirements and is filed once per year by approximately six respondents (based on the average number of responses annually during the period 2022 through 2024). We further estimate that 100% of the burden of burden preparation is carried by the filer internally. Based on our estimates, we calculated the total reporting burden to be two hours (0.25 hours per response x 6 responses, rounded to the nearest whole number).

For administrative convenience, the presentation of the total related to the paperwork burden hours has been rounded to nearest whole number. The estimated burden hours is made solely for the purpose of the PRA. We derived our burden hour estimates by estimating the average number of hours it would take an issuer to compile the necessary information and data, prepare and review disclosure, file documents and retain records. In connection with rule amendments to the form, we occasionally receive PRA estimates from public commenters about incremental burdens that are used in our burden estimates. We believe that the actual burdens will likely vary among individual companies based on the size and the nature of their operations.

13. Estimate of Total Annualized Cost Burden

Because we estimate that the filer carries 100% of the burden internally, we assume that the filer does not incur any external costs in connection with the Notice. As such, we estimate no annual cost burden.

14. Costs to Federal Government

The SEC is in the process of revising its methodologies to estimate annualized costs to the Federal government for all its relevant collections of information. The SEC anticipates that future extensions of this collection of information will reflect the revised methodologies.

15. Reason for Change in Burden

Summary of the Change In Burden Hours

Information Collection Title	OMB Control Number	Change in Number of Responses	Change in Burden Hours
Schedule 13E-4F	3235-0375	2	1

The increase in the estimated annual burden hours of 1 hour (from 1 hour to 2 hours) is due to a change in our estimate of the number of annual responses (from 4 responses to 6 responses).

16. Information Collection Planned for Statistical Purposes

The information collection is not planned for statistical purposes.

17. Approval to Omit OMB Expiration Date

We request authorization to omit the expiration date on the electronic version of the form. Including the expiration date on the electronic version of the form will result in increased costs, because the need to make changes to the form may not follow the application's scheduled version release dates. The OMB control number will be displayed.

18. Exceptions to Certification for Paperwork Reduction Act Submissions

There are no exceptions to certification for Paperwork Reduction Act submissions.

B. STATISTICAL METHODS

The information collection does not employ statistical methods.