



PAPERWORK REDUCTION ACT SUPPORTING STATEMENT

for Extension of
Form N-54A

OMB Control Number 3235-0237

The U.S. Securities and Exchange Commission ("Commission" or SEC) submits this information collection request (ICR) pursuant to the Paperwork Reduction Act of 1995 (PRA), 44 U.S.C. Section 3501 et seq., with the following justification.

1. Necessity of Information Collection

Certain investment companies can elect to be regulated as business development companies, as defined in Section 2(a)(48) of the Investment Company Act of 1940 (the "Investment Company Act").¹ Under Section 54(a) of the Investment Company Act,² any company defined in Section 2(a)(48)(A) and (B)³ may elect to be subject to the provisions of Sections 55 through 65 by filing with the Securities and Exchange Commission (the "Commission") a notification of election, if such company has: (1) a class of equity securities registered under Section 12 of the Securities Exchange Act of 1934 (the "Exchange Act");⁴ or (2) filed a registration statement pursuant to Section 12 of the Exchange Act for a class of its equity securities.⁵ The Commission adopted Form N-54A as the form for an investment company to notify the Commission of its election to be regulated as a business development company.

2. Purpose and Use of Information Collection

The purpose of Form N-54A is to notify the Commission that the investment company making the notification elects to be subject to Sections 55 through 65 of the Investment Company Act, enabling the Commission to administer those provisions of the Investment Company Act to such company.

3. Use and Consideration of Information Technology

The Commission's electronic filing system (Electronic Data Gathering, Analysis and Retrieval or "EDGAR") automates the filing, processing and dissemination of full disclosure filings. The system permits public companies to transmit their filings to the Commission electronically. This automation has increased the speed, accuracy and availability of information, generating benefits to investors and financial markets.

¹ 15 U.S.C. §80a-2(a)(48).

² 15 U.S.C. §80a-53(a).

³ 15 U.S.C. §80a-2(a)(48)(A) and (B).

⁴ 15 U.S.C. §78l.

⁵ *Id.*

4. Identifying and Minimizing Duplication

The Commission periodically evaluates reporting and recordkeeping requirements for duplication and reevaluates them whenever it proposes a rule or form or a change in a rule or form. The information required by Form N-54A is not generally duplicated elsewhere.

5. Effect on Small Entities

The Commission reviews all rules periodically, as required by the Regulatory Flexibility Act,⁶ to identify methods to minimize recordkeeping or reporting requirements affecting small businesses. The current disclosure requirements for Form N-54A do not distinguish between small entities and other business development companies. Although the burden on small business development companies may be proportionately greater than the burden on larger business development companies, the Commission believes the burden imposed on any business development company is small due to the extent and type of information required by the form.

6. Consequences of Not Conducting Collection and Obstacles to Reducing Burden

Investment companies electing to be regulated as business development companies are required to file the notification of election on Form N-54A only once, and therefore the filing of Form N-54A is not a recurring event requiring periodic collection.

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

This collection is not inconsistent with 5 CFR 1320.5(d)(2).

8. Public Comment and Consultations Outside the Agency

The SEC did not receive public comment during the 60-day notice and comment period.

9. Payment or Gift to Respondents

No payment or gift to respondents was provided.

10. Assurance of Confidentiality and Privacy

No assurance of confidentiality was provided.

11. Collection Questions of a Sensitive Nature

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 because 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 3/22/2023, is provided as a supplemental document and is also available at <https://www.sec.gov/privacy>.

⁶ 5 U.S.C. §§ 601-612.
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12. Estimated Time Burden and its Cost Equivalent

The following estimates of average burden hours and costs are made solely for purposes of the Paperwork Reduction Act of 1995 (“PRA”)⁷ and are not derived from a comprehensive or even representative survey or study of the cost of Commission rules and forms. Compliance with Form N-54A is mandatory for companies electing to be regulated as business development companies. Responses to the disclosure requirements will not be kept confidential. Staff estimates that on average 25 investment companies will elect to be regulated as business development companies in the manner discussed above.⁸ Staff further estimates that such investment companies will spend 0.5 hours at a cost of \$470.5 per hour preparing the form, resulting in a total annual cost of \$5881.25.⁹ The estimated burden of information collection for Form N-54A is set forth in the table below.

⁷ 44 U.S.C. 3501 *et seq.*

⁸ This number is based on the average annual number of Form N-54A filings with the Commission from January 1, 2023 through December 31, 2025.

⁹ The estimated wage figure is based on the following blended rates: \$774 (Lawyers) + \$167 (bookkeeping, accounting, and auditing clerks) / 2 = \$470.5. These estimates are based on the following calculations: .5 burden hours per response x \$470.5/per hour = \$235.25 burden cost per response; \$235.25 per response x 25 annual responses per year = \$5881.25. To calculate the occupational hourly rates used in this release, the Commission uses occupational mean hourly wage data from the Occupational Employment and Wage Statistics (OEWS) program of the Bureau of Labor Statistics (BLS) for “Securities, Commodity Contracts, and Other Financial Investments and Related Activities” (NAICS 523). *See* Occupational Employment and Wage Statistics, U.S. BUREAU OF LABOR STATISTICS, <https://www.bls.gov/oes/>; *see also* Standard Occupational Classification, U.S. BUREAU OF LABOR STATISTICS, <https://www.bls.gov/soc/> (describing occupational classification system used by BLS); EXEC. OFF. OF THE PRESIDENT, OFF. OF MGMT. & BUDGET, NORTH AMERICAN INDUSTRY CLASSIFICATION SYSTEM (2022), *available at* https://www.census.gov/naics/reference_files_tools/2022_NAICS_Manual.pdf (describing the industry classification system used by BLS and other agencies). The mean hourly wage for each occupation is adjusted for changes in the seasonally adjusted employment cost index for private wages and salaries between the data reference period and when the data are released by BLS. *See* Employment Cost Index, U.S. BUREAU OF LABOR STATISTICS, <https://www.bls.gov/eci/>. The adjusted mean hourly wage is then multiplied by a factor that accounts for nonwage costs borne by employers, such as bonuses, benefits, and overhead. This factor is calculated as an average over the 10 most recently available years of data of the ratio of the Bureau of Economic Analysis's annual gross output data for NAICS 523 to total annual wages across all occupations for NAICS 523 in the OEWS data. *See* Gross Output by Industry, U.S. BUREAU OF ECONOMIC ANALYSIS, <https://www.bea.gov/data/industries/gross-output-by-industry>; Occupational Employment and Wage Statistics, U.S. BUREAU OF LABOR STATISTICS, <https://www.bls.gov/oes/>. The final product is the occupational hourly rate. *See generally* UPDATED METHODOLOGY FOR CALCULATING OCCUPATIONAL HOURLY RATES (Dec. 19, 2025), *available at* <https://www.sec.gov/files/method-occupational-l-hourly-rates.pdf> (describing updated data sources and methodology that Commission staff will generally use for calculating the occupational hourly rates).

Table - Summary of Annual Responses, Burden Hours, and External Cost Burden Estimates for Form N-54A

ICR Estimated Time Burden and its Cost Equivalent							
Information Collections (ICs)	Requirement Type	Number of Respondents	Frequency of Response (Number of Responses per Respondent per Time Period)	Time per Response	Equivalent Cost per Response	Total Annual Time Burden (Hours)	Total Annual Cost Burden Equivalent (\$)
Form N-54A	Reporting	25	1 Response per Respondent per Year	0.5 hour	\$235.25	12.5	\$5881.25

13. Estimated Additional Cost Burden

Cost burden is the cost of services purchased to prepare and update Form N-54A, such as for the services of outside counsel. Commission staff estimates that there is no cost burden associated with the form other than the cost of the burdens identified in Item 12 of this Supporting Statement.

14. Annual Cost to the 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. Reasons for Changes in Burden Estimates

The increase in estimated burden hours for Form N-54A is attributable to an increase in the number of respondents from 21 to 25, resulting in an increase of 2 hours.

Reasons for Changes in Burden Estimates		
Information Collections (ICs)	Area of Change	Reason for Change in Burden Estimates
Form N-54A	Annual Number of Responses for this IC	• Change Due to Adjustment in Agency Estimate
	Annual IC Time Burden (Hours)	12.5
	Annual IC Cost Burden (Dollars)	5881.25

16. Plans for Publishing Results

The results of any information collection will not be published.

17. Approval to Omit Display of OMB Expiration Date

The Commission is not seeking approval to not display the expiration date for OMB approval.

18. Exceptions to the Certification for Paperwork Reduction Act Submissions

The Commission is not seeking an exception to the certification statement.