

**MEMO# 14285**

December 31, 2001

## **SEC SEMI-ANNUAL REGULATORY AGENDA**

[14285] December 31, 2001 TO: CLOSED-END INVESTMENT COMPANY COMMITTEE No. 26-01 INVESTMENT ADVISERS COMMITTEE No. 28-01 SEC RULES COMMITTEE No. 100-01 UNIT INVESTMENT TRUST COMMITTEE No. 29-01 RE: SEC SEMI-ANNUAL REGULATORY AGENDA The Securities and Exchange Commission has published its semi-annual agenda of rulemaking actions.<sup>1</sup> A copy of the agenda is attached. Division of Investment Management items are listed on attached Federal Register pages 62745-46 and summarized on pages 62751-58. Set forth below is a summary of changes to the Division's agenda related to investment companies and investment advisers that have occurred since the last semi-annual agenda was published that may be of interest to Institute members. A. The following items have been added to "Proposed Rule Stage": 1. Advisor Transaction Rule Amendments (expanding the circumstances under which a registered investment company may engage in transaction and joint enterprises with certain affiliated persons and affiliated persons of affiliated persons of the investment company) (p. 62752) 2. Exemption From Registration for Certain Commodity Pool Operators (exempting certain commodity pool operators from investment adviser registration and addressing issues related to the Commodity Futures Modernization Act amendments to the Investment Advisers Act) (p. 62752) 3. Exemption for Investments in Affiliated Money Market Funds (allowing investment companies regulated as money market funds in excess of limits on those investments under the Investment Company Act of 1940) (p. 62753) 1 SEC Release Nos. IC-25204 and IA-1989 (Oct. 5, 2001); 66 Fed. Reg. 62743 (Dec. 3, 2001). 2 B. The following items have been reclassified as "Completed Actions": From Proposed Rule Stage: 1. Electronic Recordkeeping by Investment Companies and Investment Advisers (adopting amendments to Rule 31a-2 under the Investment Company Act and Rule 204-2 under the Investment Advisers Act of 1940 to expand the circumstances under which registered investment companies and registered investment advisers may maintain required records in an electronic format) (p. 62758) From Final Rule Stage: 2. Treatment of Repurchase Agreements and Refunded Securities as an Acquisition of the Underlying Securities (adopting new Rule 5b-3 to permit investment companies to "look through" specific repurchase agreements to the securities that collateralize them for the purposes of Sections 5(b)(1) and 12(d)(3) of the Investment Company Act and to "look through" specific pre-refunded bonds to escrowed securities for the purposes of Section 5(b)(1) of the Act) (p. 62757) From Long-Term Actions: 3. Electronic Recordkeeping Rules (adopting rules and issuing interpretive guidance consistent with the Electronic Signatures in Global and National Commerce Act of 2000 (E-SIGN) to enable entities to keep certain records electronically) (p. 62757) The following item has been reclassified as "Completed Actions" and subsequently withdrawn from the Commission's agenda because the Commission does not expect to consider it within the next 12 months: 4. Exemption for Subsidiaries Organized to Finance Operations of Domestic or Foreign

Companies; Certain Prima Facie Investment Companies (p. 62757) Barry E. Simmons  
Associate Counsel Attachment Attachment (in .pdf format)

---

Copyright © by the Investment Company Institute. All rights reserved. Information may be  
abridged and therefore incomplete. Communications from the Institute do not constitute, and  
should not be considered a substitute for, legal advice.