SECURITIES AND EXCHANGE COMMISSION

[SEC File No. 270-189, OMB Control No. 3235-0201]

Proposed Collection; Comment Request

Upon Written Request, Copies Available From:

Securities and Exchange Commission
Office of FOIA Services
100 F Street, NE
Washington, DC 20549-27363

Extension: Rule 17a-2


Rule 17a-2 – Recordkeeping Requirements Relating to Stabilizing Activities -- requires underwriters to maintain information regarding stabilizing activities conducted in accordance with Rule 104 of Regulation M. The collections of information under Regulation M and Rule 17a-2 are necessary for covered persons to obtain certain benefits or to comply with certain requirements. The collections of information are necessary to provide the Commission with information regarding syndicate covering transactions and penalty bids. The Commission may review this information during periodic examinations or with respect to investigations. Except for the information required to be kept under Rule 104(i) (17 CFR 242.104(i)) and Rule 17a-2(c), none of the information required to be collected or disclosed for PRA purposes will be kept confidential. The recordkeeping requirement of Rule 17a-2 requires the information be maintained in a separate file, or in a separately retrievable format, for a period
of three years, the first two years in an easily accessible place, consistent with the requirements of
Exchange Act Rule 17a-4(f) (17 CFR 240.17a-4(f)).

There are approximately 805 respondents per year that require an aggregate total of 4,025 hours to
comply with this rule. Each respondent makes an estimated 1 annual response. Each response takes
approximately 5 hours to complete. Thus, the total compliance burden per year is 4,025 burden hours. The
total estimated internal compliance cost for the respondents is approximately $281,750, resulting in an
internal cost of compliance for each respondent per response of approximately $350.00 (i.e., $281,750.00 / 805 responses).

Written comments are invited on: (a) whether the proposed collection of information is necessary
for the proper performance of the functions of the Commission, including whether the information shall
have practical utility; (b) the accuracy of the Commission’s estimates of the burden of the proposed
collection of information; (c) ways to enhance the quality, utility, and clarity of the information to be
collected; and (d) ways to minimize the burden of the collection of information on respondents, including
through the use of automated collection techniques or other forms of information technology.
Consideration will be given to comments and suggestions submitted in writing within 60 days of this
publication.

An agency may not conduct or sponsor, and a person is not required to respond to, a collection of
information under the PRA unless it displays a currently valid OMB control number.

Please direct your written comments to: David Bottom, Director/Chief Information Officer,
Securities and Exchange Commission, c/o Cynthia Roscoe, 100 F Street, NE, Washington, DC 20549 or
send an e-mail to: PRA_Mailbox@sec.gov.


J. Matthew DeLesDernier,
Assistant Secretary.