

## Securities and Exchange Commission

§ 200.80f

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[52 FR 24148, June 29, 1987; 52 FR 48193, Dec. 21, 1987, as amended at 55 FR 41189, Oct. 10, 1990; 57 FR 48970, Oct. 29, 1992; 58 FR 64120, Dec. 6, 1993; 73 FR 32225, June 5, 2008]

### § 200.80f Appendix F—Records control schedule.

| File No.                               | Type of filing  | Retention period   |
|--|---|--|
| <b>Securities Act of 1933</b>          |   |  |
| 2-33                                   | Registration statements and amendments thereto (Regulation C) .....   | 30 years.  |
| 2-33                                   | Periodic reports (annual, quarterly, current, and proxy material) .....   | 30 years.  |
| 9-                                     | Notice of proposed resale of restricted securities and resale of securities by control persons (Form 144).                                      | 21 years.  |
| 15-                                    | Notice of sale of securities pursuant to Rule 242 (Form 242). (Obsolete) .....  | 6 years.   |
| 18-                                    | Applications for exemption from section 5 registration for interests or participations issued in connection with Keogh Plans (section 3(a)(2)). | 10 years.  |
| 19-                                    | Notice of sale of securities pursuant to section 4(6) of the Securities Act of 1933 (Form 4(6)). (Obsolete).                                    | 6 years.   |
| 20-                                    | Offering sheets for oil or gas royalties—Regulation B (Schedules A, B, C) ...   | 15 years.  |
| 20-                                    | Reports of sale (accorded confidential treatment) (Form 1-G) .....  | 7 years.   |
| 20-                                    | Reports after termination of offering (Form 3-G) .....  | 7 years.   |
| 21-                                    | Notice of sale for offerings under Regulation D and section 4(6) (Form D) ...   | 6 years.   |
| 24-                                    | Notification of exemption from registration (Regulation A) .....  | Until completion or termination of offering plus 10 years or order of the Commission permanently suspending exemption, whichever comes first.  |
| 29-                                    | Report of issuers of sale of securities deemed not to involve any public offering (Form 146). (Obsolete).                                       | 6 years.   |
| 92-                                    | Application for relief from disability (Regulation A) .....   | Until when final action on appeal is taken plus 10 years.  |
| 94-                                    | Notification of exemption for assessment or assessable stock (Regulation F)   | 10 years.  |
| 95-                                    | Notification of exemption for securities issued by a small business investment company (Regulation E).  | Until completion or termination of offering plus 5 years or until order of Commission permanently suspending exemption, whichever comes first. |
| 96-                                    | Application for relief from disability (Regulation F) .....   | Until final action on appeal is taken plus 5 years.  |
| 98-                                    | Notice of proposed sale by non-controlling person of restricted securities of issuers which do not satisfy all of the conditions of Rule 144.   | 6 years.   |
| 100-                                   | Notification of exemption pursuant to Rule 236 .....  | 6 years.   |
| <b>Securities Exchange Act of 1934</b> |   |  |
| 0-1                                    | Registration statements (sections 12(b) and 12(g), exemptions thereunder)   | 30 years.  |
| 0-1                                    | Periodic reports (annual, quarterly, current and proxy materials) .....   | 30 years.  |
| 3-                                     | Applications for continuance in membership and applications for review of disciplinary actions (self-regulatory organizations).                 | 10 years.  |
| 4-281                                  | Consolidated quotation system plan and amendments .....   | For as long as plan remains approved plus 6 years.   |
| 4-208                                  | Intermarket trading system plan and amendments .....  | For as long as plan remains approved plus 6 years.   |
| 5-                                     | Acquisitions, tender offers and solicitations .....   | 20 years.  |
| 6-                                     | Reports of beneficial ownership of securities (Forms 3, 4, & 5) .....   | 6 years.   |
| 7-                                     | Applications for permission to extend unlisted trading privileges and related applications pursuant to Rule 12(f).                              | 10 years.  |
| 8-                                     | Applications for registration as broker, dealer, municipal securities broker, or government securities broker or dealer and related reports.    | For as long as broker-dealer is registered with the Commission plus 50 years.  |

| File No.               | Type of filing  | Retention period   |
|------------------------|---|--|
| 8–00–2A                | Annual audit report (fiscal or calendar year basis) (Form X–17A–5). (Non-public) Supplemental report detailing Securities Investor Protection Corporation assessment payment or overpayments (Rule 17a–5). (Non-public).  | For as long as broker-dealer is registered with the Commission plus 13 years.                    |
| 8–00–2A–19             | Reports of changes in membership of any of its members required of national securities exchanges and registered national securities associations (Form X–17A–19). (Public).   | For as long as broker-dealer is registered with the Commission plus 6 years.                     |
| 8–00–3X                | Examination/inspection reports of brokers and dealers, investment companies and investment advisors   |  |
|                        | 1. Exam reports:  |  |
|                        | a. Home Office .....  | 13 years.  |
|                        | b. Regional Offices .....   | 13 years.  |
|                        | 2. Exam workpapers .....  | 13 years.  |
| 8–00–9                 | Uniform application for securities and commodities industry representative and/or agent; certification for associated persons engaged in securities activities outside the jurisdiction of the United States; annual assessment form for registered brokers and dealers not members of a registered national securities association (Forms U–4, SECO 2–F, SECO–4, 5). | For as long as broker-dealer is registered with the Commission plus 50 years.                    |
| 8–2A10                 | Annual report of revenue and expenses filed by exchange members, brokers and dealers (Form X–17A–10). (Obsolete).   | 10 years.  |
| 8–2A12                 | Report by registered brokers and dealers who are over-the-counter market makers in any OTC margin securities (Form X–17A–12).   | 6 years.   |
| 8–2A16(1),<br>–2A16(2) | Notification by qualified market makers at least five business days before such broker-dealers obtain third market maker exempt credit pursuant to Regulation U; and quarterly report by broker and dealer, who during a calendar quarter is or has been qualified as a third market maker (Forms X–17A–16(1); X–17A–16(2)) (Obsolete).                               | 6 years.   |
| 8–2A17                 | Quarterly report filed by every broker-dealer block positioner who has filed a notice pursuant to paragraph (a) of Rule 17a–17 (Form X–17A–17) (Obsolete).  | 6 years.   |
| 10–                    | Applications by an exchange for registration as a national securities exchange.   | For as long as exchange is registered with the Commission plus 6 years.                          |
| 13–                    | Applications for listing securities on an exempted exchange, periodic reports   | 10 years.  |
| 14–                    | Annual reports of issuers having securities listed on an exempted exchange  | 10 years.  |
| 16–                    | Application for registration as a national securities association or affiliated securities associations.  | For as long as association is registered with the Commission plus 6 years.                       |
| 17–                    | Reports on stabilizing activities (Form X–17A–1). (Obsolete) .....  | 6 years.   |
| 23–                    | Applications for exemption pursuant to paragraph (g) of Rule 11Aa3–1 .....  | Until closed plus 6 years.   |
| 26–                    | Plans by exchanges authorizing payment of special commission in connection with a distribution of securities on exchanges (Rule 10b–2(d)).  | For as long as exchange is registered with the Commission plus 50 years.                         |
| 27–                    | Applications for exemption from section 13(f) .....   | 10 years.  |
| 28–                    | Reports by institutional investment managers of information with respect to accounts over which they exercise discretion. (Form 13F).   | 4 years.   |
| 80–                    | Annual and supplemental reports of Municipal Securities Rulemaking Board (Rule 17a–21).   | Indefinitely (contingent).   |
| 81–                    | Exemptions from registration under section 12(g) .....  | 10 years.  |
| 82–                    | Exemptions—American depositary receipts .....   | 10 years.  |
| 83–1                   | Periodic reports and related correspondence by the Inter-American Development Bank.   | 3 years.   |
| 83–2                   | Periodic reports by the Asian Development Bank .....  | 3 years.   |
| 84–                    | Application for registration as a transfer agent (non-bank) and amendments thereto.   | For as long as transfer agent is registered with the Commission plus 50 years.                   |
| 85–                    | Application for registration as a transfer agent (bank) and amendments thereto (Form TA–1).   | For as long as transfer agent is registered with the Commission plus 50 years.                   |
| 86–                    | Application for registration as a municipal securities dealer which is a bank or separately identifiable department or division of a bank (Form MSD).   | For as long as municipal securities dealer is registered with the Commission plus 50 years.      |
| 87–                    | Application for registration as a securities information processor and amendments thereto (Form SIP).   | For as long as securities information processor is registered with the Commission plus 50 years. |
| 88–                    | Application for exemption as a securities information processor correspondence.   | For as long as securities information processor is registered with the Commission plus 50 years. |
| 89–                    | Waiver for foreign issuers furnished by American depositary receipts; waiver of information furnished by American depositary receipts regarding foreign issuers for Form F–6; waiver of Rule 12g3–2(b) reporting requirements, annual reports to shareholders, F–6 waiver, proxy.   | 10 years.  |

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|--|--|--|
| 89–                                    | Other waivers for foreign issuers furnished by American depositary receipts.   | 3 years.   |
| 128–8                                  | Reports of disciplinary actions by stock exchanges (Rule 19d–1) .....  | 6 years.   |
| 205–3c                                 | Reports of disciplinary actions by NASD (Rule 19d–1) .....   | 6 years.   |
| 500–                                   | Suspension of trading of securities other than on a national securities exchange.  | 10 years.  |
| 600–                                   | Applications for registration as a (non-bank) clearing agency; amendments thereto.   | For as long as clearing agency is registered with the Commission plus 50 years.  |
| 600–9                                  | Reports of disciplinary actions by clearing agencies (Rule 19d–1) .....  | 6 years.   |
| 601–                                   | Applications for exemption from registration as a (non-bank) clearing agency.  | For as long as clearing agency has reporting requirements with the Commission plus 20 years.   |
| SR                                     | Proposed rule changes and notice as to stated policies and interpretations by self-regulatory organizations.   | For as long as self-regulatory organization is registered with the Commission plus 6 years.  |
| XX                                     | Reports for missing, lost or counterfeit securities (Form X–17F–1A) .....  | Indefinitely.  |
| <b>Trust Indenture Act of 1939</b>     |  |  |
| 22–                                    | Statements of eligibility and qualification of corporations or individuals as trustees under qualified indenture under which debt security has been or is to be issued and exemptions thereto. | Until indenture is terminated or cancelled plus 30 years.  |
| 25–                                    | Applications relative to affiliations between trustees and underwriters (Rule 10b–3).  | Until applicable indenture is terminated or cancelled plus 33 years.   |
| 93–                                    | Reports of indenture trustee to indenture security holders with respect to eligibility and qualification under Section 310.  | 1 year.  |
| <b>Investment Advisers Act of 1940</b> |  |  |
| 801–                                   | Application for registration as investment adviser and related correspondence.   | For as long as investment adviser is registered with the Commission plus 9 years.  |
| 803–                                   | Application for exemption from registered and other relief .....   | For as long as investment adviser conducts business under an exemption plus 6 years.   |
| <b>Investment Company Act of 1940</b>  |  |  |
| 90–                                    | Notice of sales of securities by closed-end issuers (issuers with 100 or less beneficial owners) other than investment companies, registered or required to be registered.                     | 6 years.   |
| 811–                                   | Notifications and registration statements .....  | For as long as registrant is registered with the Commission plus 30 years.   |
| 811–                                   | Periodic reports (annual, quarterly, semi-annual, proxy material) .....  | 10 years.  |
| 812–                                   | Applications for exemption and other relief .....  | 10 years.  |
| 812–                                   | Application by foreign management investment companies for order permitting registration.  | For as long as registrant has reporting requirement with the Commission plus 33 years.   |
| 813–                                   | Applications for exemption of an employee's security company (Section (b))   | For as long as registrant has reporting requirement with the Commission plus 33 years.   |
| 814–                                   | Notice of intent to elect to be subject to sections 55 and 65 .....  | 2 years from filing date.  |
| 814–                                   | Notification of withdrawal of election to be subject to sections 55 through 65   | 2 years from filing date.  |
| 814–                                   | Notification of election to be subject to sections 55 through 65 .....   | 30 years or for as long as a class of the issuer's equity securities is registered under the Securities Exchange Act of 1934 plus 10 years, whichever comes first. |
| 816–                                   | Request for advisory report re reorganization of registered investment company (17 CFR 270.02), and related correspondence.  | 6 years.   |
| 817–                                   | Report of repurchase of securities by closed-end investment company .....  | 6 years.   |
| 818–                                   | Sales literature regarding securities of certain investment companies .....  | 6 years.   |
| 819–                                   | Statement of the Federal Savings and Loan Corporation relating to the exemption of certain issuers.  | 6 years.   |
| 820–                                   | Reports showing that companies have complied with requirements of the rule in purchasing new issues of securities from underwriters.   | 6 years.   |
| 821–                                   | Reports by registered small business investment companies and affiliated banks, with respect to investments.   | 10 years from date of such action(s).  |

| File No.                               | Type of filing  | Retention period   |
|--|---|--|
| <b>Miscellaneous Files and Reports</b> |   |  |
| 3–                                     | Disciplinary proceedings (broker-dealer and investment adviser) .....   | 25 years.  |
| 3–                                     | Administrative proceeding stop orders .....   | For as long as registrant has reporting requirement with the Commission plus 30 years.                       |
| 4–                                     | 102(e) proceedings (previously 2(e) proceedings) (changed to 3–) .....  | 25 years.  |
| 4–                                     | Miscellaneous studies, general conferences, roundtable, etc., authorized by the Commission.   | 25 years.  |
| 111–                                   | Federal government agencies miscellaneous correspondence .....  | 30 years.  |
| 119–                                   | Securities violation files (information regarding persons against whom actions were reported on charges of violating state or federal laws in the purchase and sale of securities.                                  | Until date of last reported action plus 10 years.  |
| 122–2                                  | Members of Congress (inquiries relating to various subjects) .....  | 1 year after expiration of term in office.   |
| 122–3                                  | Correspondence and other materials between the various Senate Committees and the Commission.  | 30 years.  |
| 122–4                                  | Correspondence and other materials between the various House Committees and the Commission.   | 30 years.  |
| 122–6                                  | Correspondence and other materials between Congressional Commissions and Joint Committees and the Commission.   | 30 years.  |
| 123–13                                 | Correspondence relating to the development of a Canadian Extradition Treaty.  | 30 years.  |
| 124–                                   | Stock exchanges (General Correspondence) .....  | For as long as exchange is registered with the Commission.   |
| 124–1                                  | Legislation and Laws: Drafts and comments concerning suggested amendments to the various Acts administered by the Commission.   | 30 years.  |
| 124–6                                  |   |  |
| 124–11                                 |   |  |
| 124–20                                 |   |  |
| 124–7, 124–7a                          | Subject files—Drafts, comments and correspondence concerning proposed legislation submitted by the Senate and the House to the Commission for comment.  | 30 years.  |
| 124–7b                                 | Drafts of bills not yet reported in Congress that are submitted to the Commission for comment.  | 30 years.  |
| 132–3                                  | General Correspondence—Active companies. Inquiries and complaints concerning companies registered under the various Acts administered by the Commission.  | 10 years.  |
| 132–3                                  | General Correspondence—Inactive companies (no longer required to file reports with the Commission). Inquiries and complaints concerning companies registered under the various Acts administered by the Commission. | 6 years.   |
| 132–3                                  | General Correspondence—Miscellaneous. Requests for interpretation of rules and regulations under the Acts administered by the Commission.   | 6 years.   |
| 140–                                   | Drafts, internal memoranda, correspondence concerning rules and regulations under each of the Acts administered by the Commission.  | 30 years.  |
| 206–, 207– to 215–, 917–               | Reorganization proceedings under Chapters IX, X, XI of the Bankruptcy Act in which the Commission participates.   | 30 years.  |
| 265–                                   | Advisory Committees established by the Commission (correspondence, questionnaires, reports).  | 30 years.  |
| Confidential treatment materials       | Periodic reports and other materials containing contracts, commercial and financial information, disclosure of which would impair the value thereof, submitted under confidential cover.                            | 10 years.  |
| CHR                                    | SEC Chairman's Subject Case Files .....   | 20 years.  |
| CHR                                    | SEC Chairman's Chronological Files for Period 1972 to Present .....   | Chairman's tenure in office plus 3 years.  |
| CHR                                    | SEC Chairman's General Subject File .....   | Chairman's tenure in office plus 3 years.  |
| COMM                                   | SEC Commissioners' Files (excluding Chairman), 1934 to Present .....  | Commissioner's tenure in office plus 1 year.   |
| ENF                                    | Investigative Case Files—Closed .....   | Until closed plus 25 years.  |
| ENF                                    | Investigative Case Files—Inactive .....   | Until inactive plus 25 years.  |
| LIT                                    | Litigation files:   |  |
|  | 1. Briefs .....   | 25 years.  |
|  | 2. File contents other than briefs .....  | 10 years.  |
| S7                                     | Issuance, amendment or rescission of rules under the various Acts—public comments and views, transcript of hearings, correspondence.  | 30 years (permanent).  |
| XX                                     | Reports of internal inquiries:  |  |
|  | 1. Supporting documentation .....   | Until date of final action plus 5 years, if no report is issued, or until date of final report plus 5 years. |
|  | 2. Final reports .....  | 5 years.   |

## Securities and Exchange Commission

## § 200.82a

[60 FR 50091, Sept. 28, 1995, as amended at 76 FR 71874, Nov. 21, 2011]

### **§ 200.81 Publication of interpretative, no-action and certain exemption letters and other written communications.**

(a) Except as provided in paragraphs (b) and (c) of this section, every letter or other written communication requesting the staff of the Commission to provide interpretative legal advice with respect to any statute administered by the Commission or any rule or regulation adopted thereunder; or requesting a statement that, on the basis of the facts stated in such letter or other communication, the staff would not recommend that the Commission take any enforcement action; or requesting an exemption, on the basis of the facts stated in such letter, from the provisions of the Securities Exchange Act of 1934 (15 U.S.C. 78a *et seq.*) or any rule or regulation thereunder, where the issuance of an order granting such exemption does not require public notice and an opportunity for hearing; together with any written response thereto, shall be made available for inspection and copying by any person as soon as practicable after the response has been sent or given to the person requesting it.

(b) Any person submitting such letter or other written communication may also submit therewith a request that it be accorded confidential treatment for a specified period of time, not exceeding 120 days from the date the response, together with a statement setting forth the considerations upon which the request for such treatment is based. If the staff determines that the request is reasonable and appropriate it will be granted and the letter or other communication will not be made available for public inspection or copying until the expiration of the specified period. If it appears to the staff that the request for confidential treatment should be denied, the staff shall so advise the person making the request and such person may withdraw the letter or other communication within 30 days thereafter. In such case, no response will be sent or given and the letter or other communication shall remain in the Commission's files but will not be

made public. If such letter or other communication is not so withdrawn, it shall be deemed to be available for public inspection and copying together with any written response thereto.

NOTE: All letters or other written communications requesting interpretative advice, a no-action position, or an exemption shall indicate prominently, in a separate caption at the beginning of the request, each section of the Act and each rule to which the request relates. If more than one section or rule is involved, a separate copy of the request shall be submitted for each section or rule involved and an additional copy for the use of the staff of the Commission.

(c) This section shall not apply, however, to letters of comment or other communications relating to the accuracy or adequacy of any registration statement, report, proxy, or information statement or other document filed with the Commission, or relating to the extent to which such statement, report, or document complies with any applicable requirement. Further, this section shall not apply to applications or other written communications filed pursuant to § 240.24b-2 that relate to objections to public disclosure of information filed with the Commission or any exchange.

[35 FR 17779, Nov. 19, 1970, as amended at 53 FR 12413, Apr. 14, 1988; 53 FR 32605, Aug. 26, 1988]

### **§ 200.82 Public availability of materials filed pursuant to § 240.14a-8(d) and related materials.**

Materials filed with the Commission pursuant to Rule 14a-8(d) under the Securities Exchange Act of 1934 (17 CFR 240.14a-8(d)), written communications related thereto received from any person, and each related no-action letter or other written communication issued by the staff of the Commission, shall be made available to any person upon request for inspection or copying.

[37 FR 20558, Sept. 30, 1972]

### **§ 200.82a Public availability of materials filed pursuant to § 240.14a-11(g) and related materials.**

Materials filed with the Commission pursuant to Rule 14a-11(g) under the