

COVID-19 NEWS OF INTEREST

COVID-19: Summary of Relief for Registered Investment Companies

Last Updated: August 15, 2020

This chart provides a summary of the relief provided by the U.S. Securities and Exchange Commission (the “SEC”) and other regulators as it relates to registered investment companies. We have included links to the relevant orders, no-action letters and other guidance currently issued. We suggest reviewing this chart in conjunction with our series of alerts for which links are also included.

Given the constantly evolving nature of the COVID-19 crisis and responses by the SEC and other regulators, the information in this chart is intended to be current as of the date indicated herein. We intend to update this chart regularly, so users must refresh this link to ensure that they are reading the latest version. This chart is qualified in its entirety by the orders, no-action letters, and other guidance referenced herein (including any past, current or future amendments, supplements or other orders, rules or regulations issued or promulgated in connection therewith).

Please note that this chart is intended to be a resource to aggregate information regarding the COVID-19 related guidance issued by the SEC and other regulators with respect to registered investment companies and does not constitute legal advice.

Please contact Margery K. Neale (mneale@willkie.com; 212-728-8297), Barry P. Barbash (bbarbash@willkie.com; 202-303-1201), James E. Anderson (janderson@willkie.com; 202-303-1114), Benjamin J. Haskin (bhaskin@willkie.com; 202-303-1124), P. Jay Spinola (jspinola@willkie.com; 212-728-8970), Elliot J. Gluck (egluck@willkie.com; 212-728-8138), Anne C. Choe (achoe@willkie.com; 202-303-1285), Justin L. Browder (jbrowder@willkie.com; 202-303-1264) or Neesa P. Sood (nsood@willkie.com; 202-303-1232) if you have any questions.

COVID-19: Summary of Relief for Registered Investment Companies
Last Updated: August 15, 2020

Date/Source	Topic	Summary
March 4 SEC Order March 25 SEC Order Updating Time Period June 26 SEC Statement	Furnishing of Proxy and Information Statements	Relief for compliance with the requirements of Exchange Act Sections 14(a) and (c) and Regulations 14A and 14C and Exchange Act Rule 14f-1 thereunder to furnish materials to security holders when mail delivery is not possible. <i>Time Period:</i> March 1, 2020 to April 30, 2020 <u>July 1, 2020</u> . The relief remains available to registrants needing to send proxy materials to international addresses if the common carrier has suspended delivery service as a result of COVID-19.
February 28 No-Action Letter March 4 IM Staff Statement March 13 SEC Order March 25 SEC Order Updating Time Period Willkie Client Alert June 19 SEC Order Updating Time Period June 26 SEC Statement	In-Person Board Meeting	Relief from in-person voting requirement by the Board of a registered fund or BDC as required by Sections 15(c) and 32(a) and Rules 12b-1(b)(2) and 15a-4(b)(2)(ii) under the 1940 Act. <i>Time Period:</i> Effective March 13, 2020 to August 15, 2020 <u>December 31, 2020</u> .
March 13 SEC Order March 25 SEC Order Updating Time Period Willkie Client Alert June 26 SEC Statement	Form N-CEN and N-PORT Filings Transmittal of Reports to Shareholders Form N-23C-2 Filings	Extension of deadline for up to 45 days for the filing requirement with respect to Form N-CEN pursuant to Rule 30a-1 or Form N-PORT pursuant to Rule 30b1-9 under the 1940 Act. <i>Time Period:</i> Where original filing due date is on or after March 13, 2020 but on or prior to April 30, 2020 <u>June 30, 2020</u> . This relief has expired. Extension of deadline for up to 45 days to prepare or transmit annual and semi-annual reports to shareholders pursuant to Section 30(e) and Rule 30e-1 under the 1940 Act. <i>Time Period:</i> Where original filing due date is on or after March 13, 2020 but on or prior to April 30, 2020 <u>June 30, 2020</u> . This relief has expired. Ability for closed-end funds and BDCs to file a Form N-23C-2 pursuant to Sections 23(c) and 63 and Rule 23c-2 under the 1940 Act with the SEC fewer than 30 days prior to, including the same business days as, the company's call or redemption of securities of which it is the issuer.

COVID-19: Summary of Relief for Registered Investment Companies
Last Updated: August 15, 2020

Date/Source	Topic	Summary
		<p><i>Time Period:</i> Effective March 13, 2020 to June 15, 2020 <u>August 15, 2020</u>. <u>This relief has expired.</u></p>
	<p>Prospectus Delivery</p>	<p>Division staff will not recommend enforcement action if a registered fund does not deliver to investors the current prospectus of the registered fund where the prospectus is not able to be timely delivered (but not later than 45 days after the date originally required) because of circumstances related to COVID-19 and delivery was due, provided that the sale of shares to the investor was not an initial purchase by the investor of shares of the registered fund.</p> <p><i>Time Period:</i> Delivery was originally required on or after March 13, 2020 but on or prior to April 30, 2020 <u>June 30, 2020</u>. <u>This relief has expired.</u></p>
<p>March 13 (updated April 7) Staff Guidance Willkie Client Alert June 26 SEC Statement</p>	<p>Shareholder Meeting</p>	<p>An issuer that has already mailed and filed its definitive proxy materials can notify shareholders of a change in the date, time, or location of its annual meeting (including switching to a “virtual” or “hybrid” meeting if permitted under state law and governing documents) without mailing additional soliciting materials or amending its proxy materials.</p>
<p>March 18 Term Sheet Money Market Mutual Fund Liquidity Facility FAQs OCC and FDIC Capital Rule Willkie Client Alert June 26 SEC Statement</p>	<p>Money Market Mutual Fund Liquidity Facility</p>	<p>U.S. Federal Reserve established the Money Market Mutual Fund Liquidity Facility (MMLF) to assist funds in meeting demands for redemptions, to enhance overall market functioning and to provide credit to the broader economy. The Federal Reserve Bank of Boston will lend to eligible borrowers, taking as collateral certain types of assets purchased by the borrower from funds.</p> <p>The OCC and FDIC issued interim final rules that act to neutralize the impact of a banking institution’s participation in the MMLF for purposes of regulatory capital requirements, including risk-based capital and leverage requirements. Under the agencies’ capital rules, risk-based and leverage capital requirements are expressed as a ratio of regulatory capital to assets.</p> <p><i>Time Period:</i> No new credit extensions to eligible borrowers will be made after September 30, 2020, unless the MMLF is extended by the Board of Governors of the Federal Reserve System.</p>
<p>March 19 No-Action Letter Willkie Client Alert June 26 SEC Statement</p>	<p>Rule 17a-9 Relief for Bank-Sponsored Money Market Funds</p>	<p>Division staff will not recommend enforcement action against any registered open-end investment company that is regulated as a money market fund under Rule 2a-7 or any affiliated person of such fund (or any affiliated person of such person) that is subject to Sections 23A and 23B of the Federal Reserve Act and that purchases a security from a fund under Section 17(a) of the 1940 Act or Rule 17a-9 thereunder.</p>

COVID-19: Summary of Relief for Registered Investment Companies

Last Updated: August 15, 2020

Date/Source	Topic	Summary
		<p><i>Time Period:</i> The relief set forth in the Letter is temporary and will cease to be in effect upon notice from the Division staff.</p>
<p>March 23 SEC Order</p> <p>Willkie Client Alert</p> <p>June 26 SEC Statement</p>	<p>Borrowing From Affiliated Persons</p>	<p>A registered open-end investment company (other than a money market fund) (an “open-end fund”) or separate account registered as a UIT is exempt from Section 12(d)(3) to the extent necessary to permit it to borrow money from any affiliated person, or any affiliated person of such affiliated person, that is not itself a registered investment company.</p>
	<p>Ability to Borrow from an Affiliated Person that is not a Bank</p>	<p>An open-end fund is exempt from Section 18(f)(1) to the extent necessary to permit it to borrow money from an affiliated person, or affiliated person of such affiliated person, that is not a bank and is not itself a registered investment company.</p>
	<p>Ability of Affiliated Person to Make Collateralized Loans</p>	<p>An affiliated person of an open-end fund or separate account, or an affiliated person of such affiliated person, is exempt from Section 17(a) to the extent necessary to permit it to make collateralized loans to such open-end fund or separate account.</p> <p><i>Time Period:</i> Effective March 23, 2020 to a date to be specified in a public SEC staff notice stating that the relief will terminate on a specified date, which date will be at least two weeks from the date of such notice and no earlier than June 30, 2020.</p>
	<p>Interfund Lending (IFL) and Borrowing Pursuant to, or Without, an Existing IFL</p>	<p>Open-end fund with an existing IFL Order may:</p> <ul style="list-style-type: none"> (a) Make loans through the facility in an aggregate amount that does not exceed 25 percent of its current net assets at the time of the loan notwithstanding any lower limitation in the existing IFL Order; (b) Borrow (if permitted under the existing IFL Order to be a borrower) or make loans through the facility for any term notwithstanding any conditions limiting the term of such loans; and (c) Avail itself of the SEC Relief permitting deviations from fundamental lending or borrowing policies (described below) notwithstanding any condition of the existing IFL Order that incorporates limits set forth in its fundamental restrictions, limitations or non-fundamental policies. <p>Open-end fund without an existing IFL Order may establish and participate in an interfund lending and borrowing facility as set forth in an exemptive order permitting such facility that the SEC has issued within twelve months preceding March 23, 2020.</p> <p><i>Time Period:</i> Effective March 23, 2020 to a date to be specified in a public SEC staff notice stating that the relief will terminate on a specified date, which date will be at least two weeks from the date of such notice and no earlier than June 30, 2020.</p>
	<p>Limited Exemption From Compliance With Fundamental</p>	<p>Open-end fund is exempt from Sections 13(a)(2) and 13(a)(3) of the 1940 Act to the extent necessary to permit it to enter into otherwise lawful lending or borrowing</p>

COVID-19: Summary of Relief for Registered Investment Companies
Last Updated: August 15, 2020

Date/Source	Topic	Summary
	Policies Regarding Lending or Borrowing	<p>transactions that are not consistent with the registered fund’s relevant fundamental policy set forth in its registration statement, without obtaining prior shareholder approval.</p> <p><i>Time Period:</i> Effective March 23, 2020 to a date to be specified in a public SEC staff notice stating that the relief will terminate on a specified date, which date will be at least two weeks from the date of such notice and no earlier than June 30, 2020.</p>
<p>March 26 No-Action Relief ICI Incoming Letter Willkie Client Alert June 26 SEC Statement</p>	Rule 17a-9 Relief for Non-Money Market Mutual Funds	<p>Division staff will not recommend enforcement action under Section 17(a) of the 1940 Act against any registered open-end investment company that does not hold itself out as a money market fund and is not an exchange-traded fund, if an affiliated person that is not a registered investment company purchases debt securities from the fund, in general accordance with the requirements of Rule 17a-9 and other conditions.</p> <p><i>Time Period:</i> The relief set forth in the Letter is temporary and will cease to be in effect upon notice from the Division staff.</p>
<p>April 8 (as modified through May 8) SEC Order Willkie Client Alert June 26 SEC Statement</p>	Relief to BDCs Relating to the Issuance of Senior Securities and Co-Investment Transactions	<p>Temporary conditional relief to business development companies (“BDCs”) that provides additional flexibility to issue and sell senior securities and participate in certain joint enterprises or other joint arrangements that would otherwise be prohibited by Section 57(a)(4) of the 1940 Act and Rule 17d-1 thereunder, in order to enable BDCs to continue to provide credit support to their portfolio companies impacted by the outbreak of COVID-19.</p> <p><i>Time Period:</i> Effective April 8, 2020 to the earlier of (i) December 31, 2020 (including such date), or (ii) the date by which the BDC ceases to rely on the Order.</p>
<p>April 14 Division of Investment Management FAQs June 26 SEC Statement</p>	Division of Investment Management Issues COVID-19 Response FAQs	<p>The staff of the Division of Investment Management (“IM staff”) issued frequently asked questions (“FAQs”) related to COVID-19. The FAQs provide information about contacting IM staff and respond to questions related to previously issued COVID-19 relief with respect to registered investment companies and their advisers.</p> <p>Item 34.1 of Form N-2 requires a closed-end fund to undertake to suspend its offering of shares until it amends its prospectus when the fund’s net asset value (“NAV”) declines more than 10% from the fund’s NAV as of the effective date of its registration statement. The FAQs state that the IM staff will not object to a closed-end fund using a prospectus supplement to satisfy the requirement of Item 34.1 of Form N-2. The IM staff requests at least one business days’ notice to the IM disclosure reviewer and also asks closed-end funds to consider including certain disclosures in such prospectus supplement.</p>
<p>April 22 SEC Announcement June 26 SEC Statement</p>	EDGAR Filing Window Extension on April 29, 2020	<p>The Division of Investment Management is extending the EDGAR filing window on April 29, 2020, from 5:30 p.m. to 10:00 p.m. EDT for registered investment company (“RIC”) and BDC filings. Such a filing submitted after 5:30 p.m. EDT would normally be considered to be filed the next business day, but instead if it is filed by 10:00 p.m. EDT on April 29, 2020, the SEC will automatically adjust its filing date in EDGAR to reflect</p>

COVID-19: Summary of Relief for Registered Investment Companies
Last Updated: August 15, 2020

Date/Source	Topic	Summary
		<p>April 29 2020. Filers who do not intend a filing date adjustment should notify IMEmergency@sec.gov.</p> <p><i>Time Period:</i> This is a one-day extension only and therefore any RIC or BDC requiring a subsequent filing window extension should submit a request to IMEmergency@sec.gov.</p> <p>This relief has expired.</p>
<p>May 27 SEC Staff No-Action Letter</p> <p>Willkie Client Alert</p> <p>June 26 SEC Statement</p>	<p>Relief to RICs to Participate in the Federal Reserve Board's 2020 Term Asset-Backed Securities Loan Facility ("TALF 2020")</p>	<p>Two no-action letters were issued by the SEC staff in 2009, one to Franklin Templeton Investments and one to T. Rowe Price Associates, Inc. ("2009 Letters"), relating to participation by RICs in the Term-Asset Backed Securities Loan Facility established in response to the financial crisis of 2008 ("TALF 2008"). On March 23, 2020, TALF 2020 was established in response to the impact of the COVID-19 pandemic on global financial markets. The SEC staff issued a letter reaffirming its no-action positions in the 2009 Letters as they relate to RICs' participation in TALF 2020 based on their view that the terms and conditions of TALF 2020 are substantially similar to those of TALF 2008. The staff also expanded the T. Rowe Price Letter in order to make the no-action position available to third parties and to allow for BDCs to rely on the T. Rowe Price Letter if the facts and circumstances of a transaction are substantially similar.</p> <p><i>Time Period:</i> TALF 2020 is scheduled to terminate on September 30, 2020.</p>