

significant corporate events. The purpose of Form 8-K is to provide investors with prompt disclosure of material information so that investors will be able to make investment and voting decisions better informed and receive information more timely. We estimate that Form 8-K takes 5 hours per response and is filed by 13,200 issuers 8.2 times annually for a total of 108,424 responses annually. We estimate that 75% of the 5 hours per response (3.75 hours) is prepared by the issuer for a total annual reporting burden of 406,590 hours (3.75 hours per response x 108,424 responses).

Written comments are invited on: (a) Whether this collection of information is necessary for the proper performance of the functions of the agency, including whether the information will have practical utility; (b) the accuracy of the agency's estimate of the burden imposed by the collection of information; (c) ways to enhance the quality, utility, and clarity of the information 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.

Please direct your written comments to Charles Boucher, Director/CIO, Securities and Exchange Commission, C/O Shirley Martinson, 6432 General Green Way, Alexandria, Virginia 22312; or send an e-mail to: PRA_Mailbox@sec.gov.

Dated: February 10, 2009.

Florence E. Harmon

Deputy Secretary.

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SECURITIES AND EXCHANGE COMMISSION

Submission for OMB Review; Comment Request

Upon written request, copies available from: Securities and Exchange Commission, Office of Investor Education Advocacy, Washington, DC 20549-0213.

Extension:

Rule 17f-2; SEC File No. 270-233; OMB Control No. 3235-0223.

Notice is hereby given that, pursuant to the Paperwork Reduction Act of 1995(44 U.S.C. 3501 *et seq.*), the Securities and Exchange Commission (the "Commission") has submitted to

the Office of Management and Budget a request for extension of the previously approved collection of information discussed below.

Rule 17f-2 (17 CFR 270.17f-2) under the Investment Company Act of 1940 (the "Act") (15 U.S.C. 80a-1) is entitled: "Custody of Investments by Registered Management Investment Company." Rule 17f-2 establishes safeguards for arrangements in which a registered management investment company ("fund") is deemed to maintain custody of its own assets, such as when the fund maintains its assets in a facility that provides safekeeping but not custodial services. The rule includes several recordkeeping or reporting requirements. The fund's directors must prepare a resolution designating not more than five fund officers or responsible employees who may have access to the fund's assets. The designated access persons (two or more of whom must act jointly when handling fund assets) must prepare a written notation providing certain information about each deposit or withdrawal of fund assets, and must transmit the notation to another officer or director designated by the directors. Independent public accountants must verify the fund's assets at least three times a year and two of the examinations must be unscheduled.

The requirement that directors designate access persons is intended to ensure that directors evaluate the trustworthiness of insiders who handle fund assets. The requirements that access persons act jointly in handling fund assets, prepare a written notation of each transaction, and transmit the notation to another designated person are intended to reduce the risk of misappropriation of fund assets by access persons, and to ensure that adequate records are prepared, reviewed by a responsible third person, and available for examination by the Commission's examination staff. The requirement that auditors verify fund assets without notice twice each year is intended to provide an additional deterrent to the misappropriation of fund assets and to detect any irregularities.

The Commission staff estimates that each fund makes 941 responses and spends an average of 271 hours annually in complying with the rule's requirements.¹ Commission staff estimates that on an annual basis it

¹ The 941 responses are: 1 (one) response to draft and adopt the resolution and 940 notations. Estimates of the number of hours are based on conversations with individuals in the mutual fund industry. The actual number of hours may vary significantly depending on individual fund assets.

takes: (i) 0.5 hours of fund accounting personnel at a total cost of \$75.50 to draft director resolutions;² (ii) 0.5 hours of the fund's board of directors at a total cost of \$1000 to adopt the resolution; (iii) 263 hours for the fund's accounting personnel at a total cost of \$60,864 to prepare written notations of transactions;³ and (iv) 7 hours for the fund's accounting personnel at a total cost of \$1057 to assist the independent public accountants when they perform verifications of fund assets.⁴ Approximately 300 funds rely upon rule 17f-2 annually.⁵ Thus, the total annual hour burden for rule 17f-2 is estimated to be 81,300 hours.⁶ Based on the total costs per fund listed above, the total cost of the Rule 17f-2's collection of information requirements is estimated to be \$18.9 million.⁷

The estimate of average burden hours is made solely for the purposes of the Paperwork Reduction Act, and is not derived from a comprehensive or even a representative survey or study of the costs of Commission rules and forms. Complying with the collections of information required by rule 17f-2 is mandatory for those funds that maintain custody of their own assets. Responses will not be kept confidential. An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number.

Please direct general comments regarding the above information to the following persons: (i) Desk Officer for the Securities and Exchange Commission, Office of Management and Budget, Room 10102, New Executive Office Building, Washington, DC 20503

² This estimate is based on the following calculation: 0.5 (burden hours per fund) x \$151 (fund senior accountant's hourly rate) = \$75.50.

³ Respondents estimated that each fund makes 941 responses on an annual basis and spent a total of 0.28 hours per response. The fund personnel involved are Fund Payable Manager (\$156 hourly rate), Fund Operations Manager (\$252 hourly rate) and Fund Accounting Manager (\$285 hourly rate). The weighted hourly rate of these personnel is \$231. The estimated cost of preparing notations is based on the following calculation: 941 x 0.28 x \$231 = \$60,863.88.

⁴ This estimate is based on the following calculation: 7 x \$151 (fund senior accountant hourly rate) = \$1057.

⁵ Based on a review of Form N-17f-2 filings in 2007, the Commission staff estimates that 300 funds relied on rule 17f-2 in 2007.

⁶ This estimate is based on the following calculation: 300 (funds) x 271 (total annual hourly burden per fund) = 81,300 hours for rule. The annual burden for rule 17f-2 does not include time spent preparing Form N-17f-2. The burden for Form N-17f-2 is included in a separate collection of information.

⁷ This estimate is based on the following calculation: \$62,996.50 (total annual cost per fund) x 300 funds = \$18,898,950.

or send an email to: *Shagufta_Ahmed@omb.eop.gov*; and (ii) Charles Boucher, Director/CIO, Securities and Exchange Commission, C/O Shirley Martinson, 6432 General Green Way, Alexandria, VA 22312; or send an email to: *PRA_Mailbox@sec.gov*. Comments must be submitted to OMB within 30 days of this notice.

Dated: February 4, 2009.

Florence E. Harmon,
Deputy Secretary.

[FR Doc. E9-3345 Filed 2-13-09; 8:45 am]

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SECURITIES AND EXCHANGE COMMISSION

[Investment Company Act Release No. 28616; 812-13586]

Eaton Vance Enhanced Equity Income Fund, et al.; Notice of Application

February 10, 2009.

Agency: Securities and Exchange Commission ("Commission").

Action: Notice of application under section 6(c) of the Investment Company Act of 1940 ("Act") for an exemption from section 19(b) of the Act and rule 19b-1 under the Act.

Summary of Application: Applicants request an order to permit certain registered closed-end investment companies to make periodic distributions of long-term capital gains with respect to their outstanding common shares as frequently as twelve times each year, and as frequently as distributions are specified by or in accordance with the terms of any outstanding preferred shares that such investment companies may issue.

Applicants: Eaton Vance Enhanced Equity Income Fund, Eaton Vance Enhanced Equity Income Fund II, Eaton Vance Risk-Managed Diversified Equity Income Fund, Eaton Vance Tax-Managed Buy-Write Income Fund, Eaton Vance Tax-Managed Buy-Write Opportunities Fund, Eaton Vance Tax-Managed Diversified Equity Income Fund, Eaton Vance Tax-Managed Global Buy-Write Opportunities Fund, Eaton Vance Tax-Managed Global Diversified Equity Income Fund (the "Current Funds") and Eaton Vance Management ("Eaton Vance").

Filing Dates: The application was filed on October 10, 2008 and amended on January 9, 2009 and February 9, 2009.

Hearing or Notification of Hearing: An order granting the application will be issued unless the Commission orders a hearing. Interested persons may request

a hearing by writing to the Commission's Secretary and serving applicants with a copy of the request, personally or by mail. Hearing requests should be received by the Commission by 5:30 p.m. on March 9, 2009, and should be accompanied by proof of service on applicants, in the form of an affidavit or, for lawyers, a certificate of service. Hearing requests should state the nature of the writer's interest, the reason for the request, and the issues contested. Persons who wish to be notified of a hearing may request notification by writing to the Commission's Secretary.

ADDRESSES: Secretary, U.S. Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-1090; Applicants, Eaton Vance Building, 255 State Street, Boston, MA 02109.

FOR FURTHER INFORMATION CONTACT: Jean Minarick, Senior Counsel, at (202) 551-6811, or Julia Kim Gilmer, Branch Chief, at (202) 551-6821 (Office of Investment Company Regulation, Division of Investment Management).

SUPPLEMENTARY INFORMATION: The following is a summary of the application. The complete application may be obtained for a fee at the Commission's Public Reference Room, 100 F Street, NE., Washington, DC 20549-1520 (telephone (202) 551-5850).

Applicants' Representations

1. Each Current Fund is a registered closed-end management investment company organized as a Massachusetts business trust.¹ The common shares of the Current Funds are listed on the New York Stock Exchange. Applicants believe that the investors in the common shares of the Current Funds may prefer an investment vehicle that provides monthly distributions and a steady cash flow. Although the Current Funds have no current intention to do so, each Current Fund is authorized to issue preferred shares.

¹ Applicants request that any order issued granting the relief requested in the application also apply to any closed-end investment company currently advised or to be advised in the future by Eaton Vance (including any successor in interest) or by any entity controlling, controlled by, or under common control (within the meaning of section 2(a)(9) of the Act) with Eaton Vance (collectively, with Eaton Vance, the "Investment Advisers") that decides in the future to rely on the requested relief. Any Fund that relies on the requested order will comply with the terms and conditions of the application (such investment companies together with the Current Funds, the "Funds"). A successor in interest is limited to an entity that results from a reorganization into another jurisdiction or a change in the type of business organization. All registered closed-end investment companies that currently intend to rely on the order are named as applicants.

2. Eaton Vance is registered under the Investment Advisers Act of 1940 and acts as the Current Funds' investment adviser and administrator and is responsible for the overall management of the Current Funds. Each Fund will be advised by an Investment Adviser that is registered under the Advisers Act.

3. Applicants state that the Board of Trustees (the "Board") of each Current Fund, including a majority of the members of each of the Boards who are not "interested persons" of each Current Fund as defined in section 2(a)(19) of the Act (the "Independent Trustees"), has requested and considered, and Eaton Vance provided, information regarding the purpose and terms of a proposed distribution policy, the likely effects of such policy on the Current Fund's long-term total return (in relation to market price and net asset value per common share ("NAV")) and the relationship between the Current Funds' distribution rate on their common shares under the policy and the Current Funds' total return (in relation to NAV). Applicants state that the Independent Trustees of each Current Fund also considered what conflicts of interest Eaton Vance and its affiliated persons and the Current Funds might have with respect to the adoption or implementation of such policy. Applicants further state that after considering such information the Boards, including the Independent Trustees, of the Current Funds approved a distribution policy and related plan with respect to the Current Funds' common shares (the "Plan") and determined that such Plan is consistent with the Current Funds' investment objectives and in the best interests of the Current Funds' common shareholders.

4. Applicants state that the purpose of the Plan of each Current Fund is to permit the Current Fund to distribute over the course of each year, through periodic distributions as nearly equal as practicable and any required special distributions, an amount closely approximating the total taxable income of the Current Fund during such year and, if so determined by its Board, all or a portion of the returns of capital paid by portfolio companies to the Current Fund during such year. Applicants represent that each Current Fund would distribute to its common shareholders a fixed monthly percentage of the market price of the Current Fund's common shares at a particular point in time or a fixed monthly percentage of NAV at a particular time or a fixed monthly amount under the Plan, any of which may be adjusted from time to time. Applicants state that the minimum annual distribution rate