

9. No Director or officer of a Corporation, or director, manager or officer of the Advisor, will own, directly or indirectly (other than through a pooled investment vehicle that is not controlled by such person), any interest in a Subadvisor, except for (a) ownership of interests in the Advisor or any entity that controls, is controlled by, or is under common control with the Advisor, or (b) ownership of less than 1% of the outstanding securities of any class of equity or debt of any publicly traded company that is either a Subadvisor or an entity that controls, is controlled by or is under common control with a Subadvisor. For any Corporation that owns a Subsidiary, this condition shall also apply to the Directors and officers of that Corporation with respect to any interest in a Subadvisor to that Corporation's Subsidiaries.

10. Each Corporation will disclose in its registration statement the Aggregate Fee Disclosure.

11. In the event the Commission adopts a rule under the Act providing substantially similar relief to that in the order requested in the application, the requested order will expire on the effective date of that rule.

12. For any Corporation that pays subadvisory fees directly from its assets, any changes to a Subadvisory Agreement that would result in an increase in the total management and advisory fees payable by the Corporation will be required to be approved by the shareholders of that Corporation.

13. Whenever a subadvisor is hired or terminated, the Advisor will provide the Board with information showing the expected impact on the profitability of the Advisor.

14. Each Advisor will provide the Board, no less frequently than quarterly, with information about the profitability of the Advisor on a per Corporation basis. The information will reflect the impact on profitability of the hiring or termination of any subadvisor during the applicable quarter.

For the Commission, by the Division of Investment Management, under delegated authority.

**Kevin M. O'Neill,**  
Deputy Secretary.

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**BILLING CODE 8011-01-P**

## SECURITIES AND EXCHANGE COMMISSION

### Sunshine Act Meeting

**FEDERAL REGISTER CITATION OF PREVIOUS ANNOUNCEMENT:** [78 FR 14141, March 4, 2013]

**STATUS:** Open Meeting.

**PLACE:** 100 F Street NE, Washington, DC.

**DATE AND TIME OF PREVIOUSLY ANNOUNCED MEETING:** Wednesday, March 6, 2013.

**CHANGE IN THE MEETING:** Date and Time Change.

The Open Meeting scheduled for Wednesday, March 6, 2013 at 10:00 a.m., has been changed to Thursday, March 7, 2013 at 1:00 p.m.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary at (202) 551-5400.

Dated: March 6, 2013.

**Kevin M. O'Neill,**  
Deputy Secretary.

[FR Doc. 2013-05532 Filed 3-6-13; 11:15 am]

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## SECURITIES AND EXCHANGE COMMISSION

**[Release No. 34-69029; File No. SR-NSX-2013-08]**

### Self-Regulatory Organizations; National Stock Exchange, Inc.; Notice of Filing and Immediate Effectiveness of Proposed Rule Change To Amend Its Fee and Rebate Schedule

March 4, 2013.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (the "Act" or "Exchange Act")<sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> notice is hereby given that on February 26, 2013, National Stock Exchange, Inc. ("NSX" or "Exchange") filed with the Securities and Exchange Commission ("SEC" or "Commission") the proposed rule change, as described in Items I, II, and III below, which Items have been prepared by the Exchange. The Commission is publishing this notice to solicit comment on the proposed rule change from interested persons.

<sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>2</sup> 17 CFR 240.19b-4.

### I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

The Exchange is proposing to amend its Fee and Rebate Schedule (the "Fee Schedule") issued pursuant to Exchange Rule 16.1(a) to charge Equity Trading Permit ("ETP") Holders<sup>3</sup> \$0.0020 per share when using a Midpoint-Seeker Order<sup>4</sup> in the Exchange's automatic execution mode of interaction ("Auto-Ex Mode")<sup>5</sup> to remove liquidity in a security that is priced at or above \$1.00.

The text of the proposed rule change is available on the Exchange's Web site at [www.nsx.com](http://www.nsx.com), at the Exchange's principal office, and at the Commission's Public Reference Room.

### II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the Exchange included statements concerning the purpose of, and basis for, the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The Exchange has prepared summaries, set forth in sections A, B, and C below, of the most significant parts of such statements.

#### A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

##### 1. Purpose

The Exchange proposes to amend Section I of its Fee Schedule to charge ETP Holders \$0.0020 per share when using a Midpoint-Seeker Order in the Exchange's Auto-Ex Mode to remove liquidity in a security that is priced at or above \$1.00. The Midpoint Seeker Order is an Immediate-or-Cancel ("IOC")<sup>6</sup> order that ETP Holders may use to execute against orders that are posted on the NSX Book<sup>7</sup> at a price equal to or better than the midpoint of

<sup>3</sup> Exchange Rule 1.5 defines the term "ETP" as an Equity Trading Permit issued by the Exchange for effecting approved securities transactions on the Exchange's Trading Facilities.

<sup>4</sup> NSX Rule 11.11(c)(13). See also SR-NSX-2013-07.

<sup>5</sup> Under Auto-Ex mode the Exchange matches and executes like-priced orders in accordance with the process described in Exchange Rule 11.13(b)(1).

<sup>6</sup> Under Exchange Rule 11.11(b)(1), an "Immediate-or-Cancel Order" is a "limit order that is to be executed in whole or in part as soon as such order is received, and the portion not so executed" is to be cancelled.

<sup>7</sup> Exchange Rule 1.5. "NSX Book" is defined as "System's electronic file of orders."