with representatives of the NRC staff, and other interested persons regarding this review.

Further information regarding topics to be discussed, whether the meeting has been canceled or rescheduled, and the Chairman's ruling on requests for the opportunity to present oral statements and the time allotted therefore can be obtained by contacting the cognizant ACRS staff engineer, Mr. Michael T. Markley (telephone 301/415–6885) between 7:30 a.m. and 4:15 p.m. (EDT). Persons planning to attend this meeting are urged to contact the above named individual one or two working days prior to the meeting to be advised of any potential changes to the agenda, etc., that may have occurred.

Dated: May 2, 2001.

**Howard J. Larson,**

*Special Assistant, ACRS/ACNW.*

[FR Doc. 01–11554 Filed 5–7–01; 8:45 am]

**BILLING CODE 7590–01–M**

## SECURITIES AND EXCHANGE COMMISSION

### Proposed Collection; Comment Request

Upon Written Request, Copies Available From: Securities and Exchange Commission, Office of Filings and Information Services, Washington, DC 20549

Extension:

Rule 17f–1(g), SEC File No. 270–30, OMB Control No. 3235–0290

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 (''Commission'') is soliciting comments on the collection of information summarized below. The Commission plans to submit this existing collection of information to the Office of Management and Budget for extension and approval.

• Rule 17f–1(g) Requirements for reporting and inquiry with respect to missing, lost, counterfeit or stolen securities.

Paragraph (g) of Rule 17f–1 requires that all reporting institutions (i.e., every national securities exchange, member thereof, registered securities association, broker, dealer, municipal securities dealer, registered transfer agent, registered clearing agency, participant therein, member of the Federal Reserve System and bank insured by the FDIC) maintain and preserve a number of documents related to their participation in the Lost and Stolen Securities Program (''Program'') under Rule 17f–1. The following documents must be kept in an easily accessible place for three years, according to paragraph (g): (1) Copies of all reports of theft or loss (Form X–17F–1A) filed with the Commission's designee: (2) all agreements between reporting institutions regarding registration in the Program or other aspects of Rule 17f–1; and (3) all confirmations or other information received from the Commission or its designee as a result of inquiry.

Reports institutions utilize these records and reports (a) to report missing, lost, stolen or counterfeit securities to the database, (b) to confirm inquiry of the database, and (c) to demonstrate compliance with Rule 17f–1. The Commission and the reporting institutions' examining authorities utilize these records to monitor the incidence of thefts and losses incurred by reporting institutions and to determine compliance with Rule 17f–1. If such records were not retained by reporting institutions, compliance with Rule 17f–1 could not be monitored effectively.

The Commission estimates that there are 25,824 reporting institutions (respondents) and, on average, each respondent would need to retain 33 records annually, with each retention requiring approximately 1 minute (33 minutes or .55 hours). The total estimated annual burden is 14,203.2 hours (25,824 × .55 hours = 14,203.2). Assuming an average hourly cost for clerical work of $18.75, the average total yearly record retention cost for each respondent would be $10.30. Based on these estimates, the total annual cost for the estimated 25,824 reporting institution would be approximately $265,987.

Written comments are invited on: (a) Whether the proposed collection of information is necessary for the proper performance of the functions to the agency, including whether the information shall have practical utility; (b) the accuracy of the agency's estimates of the burden of the proposed collection of information; (c) ways to enhance 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 comment and suggestions submitted in writing within 60 days of this publication.

Please direct your written comments to Michael E. Bartell, Associate Executive Director, Office of Information Technology, Securities and Exchange Commission, 450 5th Street, N.W., Washington, D.C. 20549.

Dated: May 1, 2001.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 01–11517 Filed 5–7–01; 8:45 am]

**BILLING CODE 8010–01–M**

## SECURITIES AND EXCHANGE COMMISSION

**[Investment Company Act Release No. 24966; 812–12332]**

### BT Investment Funds, et al.; Notice of Application

**AGENCY:** Securities and Exchange Commission (''Commission'').

**ACTION:** Notice of an application for an order under section 17(b) of the Investment Company Act of 1940 (the ''Act'') for an exemption from section 17(a) of the Act.

*Summary of the Application:* Applicants request an order to permit a series of a registered open-end management investment company to acquire all of the assets and stated liabilities of a series of another registered open-end management investment company. Because of certain affiliations, applicants may not rely on rule 17a–8 under the Act.

*Applicants:* BT Investment Funds, on behalf of its underlying series Small Cap Fund (''Acquiring Fund''), and Morgan Grenfell Investment Trust, on behalf of its underlying series Smaller Companies Fund (''Acquiring Fund'') (the Acquiring Fund and the Acquired Fund collectively, the ''Funds''), Deutsche Asset Management, Inc. (''DeAm, Inc.''), and Bankers Trust Company (''Bankers Trust'').

*Filing Dates:* The application was filed on November 27, 2000. Applicants have agreed to file an amendment during the notice period, the substance of which is reflected in this notice.

*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 applicant with a copy of the request, personally or by mail. Hearing requests should be received by the Commission by 5:30 p.m. on May 24, 2001, 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, Commission, 450 Fifth Street, NW., Washington, DC 20549–0609. Applicants, c/o Daniel O. Hirsch, Secretary, BT Investment Funds, One South Street, Baltimore, MD 21202.

**FOR FURTHER INFORMATION CONTACT:** Keith A. Gregory, Attorney-Adviser, at (202) 942–0611, or Mary Kay Frech, Branch Chief, at (202) 942–0564, (Division of Investment Management, Office of Investment Company Regulation).

**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 Branch, 450 Fifth Street, NW., Washington, DC 20549–0102 (tel. 202–942–8090).

**Applicants' Representations**

1. The Acquiring Fund is a series of BT Investment Funds, a Massachusetts business trust, which is registered as an open-end management investment company under the Act. The Acquiring Fund is a feeder fund in a master/feeder structure and as such invests all of its assets in a master portfolio, the Small Cap Portfolio (''Portfolio'').[1] The Portfolio is also registered as an open-end management investment company under the Act. The Acquired Fund is a series fund of Morgan Grenfell Investment Trust (''MGIT''), a Delaware business trust, which is registered as an open-end management investment company under the Act.

2. DeAm, Inc., a Delaware corporation, is registered as an investment adviser under the Investment Advisers Act of 1940 (''Advisers Act''). DeAm, Inc. serves as investment adviser to the Acquired Fund and as its administrator. Bankers Trust is incorporated in New York as a bank holding company and is currently exempt from registration as an investment adviser under the Advisers Act. Bankers Trust serves as investment adviser to the Portfolio and as administrator for the Acquiring Fund.[2] Both Bankers Trust and DeAm, Inc. are indirect wholly owned subsidiaries of Deutsche Bank AG, an international commercial and investment-banking group that is incorporated in Germany.

3. DeAm, Inc. owns, for its own account, more than 60% of the outstanding voting shares of the Acquired Fund. Deutsche Bank Securities Inc., an affiliate of DeAm, Inc., owns approximately 14% of the outstanding voting shares of the Acquired Fund.

4. On August 19, 1999 and August 17, 2000, the board of trustees of MGIT, on behalf of the Acquired Fund (the ''Acquired Fund Board''), including all of the trustees who are not interested persons of the Acquired Fund, as defined in section 2(a)(19) of the Act (the ''Independent Trustees'') approved an Agreement and Plan of Reorganization (the ''Agreement''). The Agreement provides that the Acquiring Fund will acquire all of the assets and assume the stated liabilities of the Acquired Fund in exchange for shares of the Acquiring Fund (the ''Reorganization''). Pursuant to the Agreement, each shareholder of the Acquired Fund will receive shares of the Acquiring Fund having an aggregate net asset value equal to the aggregate net asset value of the Acquired Fund shares held by that shareholder, determined as of the close of regular trading on the New York Stock Exchange on the day of the closing of the Reorganization, which is expected to be on or about May 31, 2001 (''Closing Date''). The valuation will be made in accordance with the procedures set forth in the then-current prospectuses and statements of additional information for the Funds. On or as soon as practicable after the Closing Date, the shares of the Acquiring Fund received by the Acquired Fund will be distributed pro rata to the shareholders of the Acquired Fund and the Acquired Fund will be liquidated.

5. Applicants state that the Funds have substantially similar investment objectives and policies. The Acquired Fund has two classes of shares, Institutional Class and Investment Class, each of which are sold without a sales charge and are not subject to distribution related fees or contingent deferred sales charges. The Acquiring Fund has one class of shares that are sold without a sales charge and are not subject to distribution related fees or contingent deferred sales charges. Applicants represent that the respective shareholders of the Acquiring Fund and the Acquired Fund have similar rights and obligations. No sales charges will be imposed upon shareholders of the Acquired Fund in connection with the Reorganization. The Boards determined that each Fund will bear its own expenses in connection with the Reorganization, except that DeAm, Inc. will be responsible for certain expenses, including expenses incurred in connection with the filing of the application.

6. The Boards, including a majority of the Independent Trustees of each Fund, determined that the Reorganization is in the best interests of each Fund, and that the interests of the existing shareholders of each Fund would not be diluted as a result of the Reorganization. In assessing the Reorganization, the Boards considered various factors, including: (a) The terms and conditions of the Reorganization; (b) the tax-free nature of the Reorganization; (c) the substantially similar investment objectives, policies and restrictions of the Acquired Fund and the Acquiring Fund; and (d) the expense ratios for the Funds.

7. The Reorganization is subject to a number of conditions precedent, including that: (a) The shareholders of the Acquired Fund will have approved the Agreement; (b) the Funds will have received an opinion of tax counsel that the Reorganization will be tax-free for the Funds and their shareholders; (c) applicants will have received exemptive relief from the Commission for the Reorganization; and (d) a registration statement on Form N–14 will have been filed with the Commission and declared effective for the Acquired Fund. The Agreement and the transactions contemplated by it may be terminated and abandoned by resolutions of either Board at any time prior to the Closing Date. The Agreement may be terminated in the event that a material condition is not fulfilled, a material covenant is not fulfilled, or there is a material breach of the Agreement. Applicants agree not to make any material changes to the Agreement without prior Commission approval.

8. A registration statement on Form N–14 containing a combined prospectus/proxy statement was filed with the Commission on February 2, 2000. An amendment to the registration statement was filed with the Commission on March 30, 2001. A registration statement containing a combined prospectus/proxy statement will be mailed to Acquired Fund shareholders on or about April 30, 2001. A meeting of shareholders of the

[1] On March 8, 2001, the board of trustees of BT Investment Funds, on behalf of the Acquiring Fund (the ''Acquiring Fund Board''), approved a conversion of the Acquiring Fund from a feeder fund in a master-feeder structure to a stand-alone, direct investment fund (the ''Conversion''). If the Conversion occurs before the Reorganization (as defined below), the two stand-alone funds will merge. If the Reorganization occurs prior to the Conversion, the Acquired Fund will merge into the Acquiring Fund, and the Acquiring Fund will transfer the Acquired Fund's assets to the Portfolio.

[2] Bankers Trust will continue to serve as the investment adviser for the Portfolio until on or about April 30, 2001, at which time DeAm, Inc. will become investment adviser for the Portfolio. Under the new advisory agreement with DeAm, Inc., the services provided by DeAm, Inc. would be the same as under the current advisory agreement with Bankers Trust.

Acquired Fund will take place on or about May 24, 2001.

**Applicants' Legal Analysis**

1. Section 17(a) of the Act generally prohibits an affiliated person of a registered investment company, or an affiliated person of such a person, acting as principal, from selling any security to, or purchasing any security from, the company. Section 2(a)(3) of the Act defines an ''affiliated person'' of another person to include (a) any person directly or indirectly owning, controlling, or holding the power to vote 5% or more of the outstanding voting securities of the other person; (b) any person 5% or more of whose securities are directly or indirectly owned, controlled, or held with power to vote by the other person; (e) any person directly or indirectly controlling, controlled by, or under common control with the other person; and (d) if such other person is an investment company, any investment adviser of that company. Applicants state that the Funds may be deemed affiliated persons and thus the Reorganization may be prohibited by section 17(a).

2. Rule 17a–8 under the Act exempts from the prohibitions of section 17(a) mergers, consolidations, or purchases or sales of substantially all of the assets of registered investment companies that are affiliated persons, or affiliated persons of an affiliated person, solely by reason of having a common investment adviser, common directors, and/or common officers, provided that certain conditions set forth in the rule are satisfied.

3. Applicants state that they may not rely on rule 17a–8 because the Funds may be deemed to be affiliated for reasons other than those set forth in the rule. Applicants state that DeAm, Inc. owns more than 60% of the outstanding shares of the Acquired Fund. DeAm, Inc. is an affiliate of the Acquiring Fund because DeAm, Inc. and Bankers Trust, the adviser to the Acquiring Fund, are under the ''common control'' of Deutsche Bank AG. The Funds, therefore, might be deemed to be affiliated with each other for reasons other than those set forth in the rule.

4. Section 17(b) of the Act provides that the Commission may exempt a transaction from the provisions of section 17(a) of the Act if the evidence establishes that the terms of the proposed transaction, including the consideration to be paid or received, are reasonable and fair and do not involve overreaching on the part of any person concerned, and that the proposed transaction is consistent with the policy of each registered company concerned and with the general purposes of the Act.

5. Applicants request an order under section 17(b) of the Act exempting them from section 17(a) of the Act to the extent necessary to complete the Reorganization. Applicants submit that the Reorganization satisfies the standards of section 17(b) of the Act. Applicants state that the terms of the proposed Reorganization are fair and reasonable and do not involve overreaching and that the Funds have substantially similar investment objectives and policies. Applicants also state that the Boards, including a majority of the Independent Trustees, have found that participation in the Reorganization is in the best interests of each Fund, and that the interests of the existing shareholders will not be diluted as a result of the Reorganization. In addition, applicants state that the Reorganization will be based on the Funds' relative net asset values.

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

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 01–11251 Filed 5–7–01; 8:45 am]

**BILLING CODE 8010–01–M**

## SECURITIES AND EXCHANGE COMMISSION

**[Release No. 34–44244; File No. SR–CBOE–2001–12]**

## Self-Regulatory Organizations; Notice of Filing and Immediate Effectiveness of Proposed Rule Change by the Chicago Board Options Exchange, Inc. To Amend Its Rules Governing Split-Price Executions on Its Retail Automatic Execution System

May 1, 2001.

Pursuant to Section 19(b)(1) of the Securities and Exchange Act of 1934 (''Act''),[1] and the Rule 19b–4 thereunder,[2] notice is hereby given that March 16, 2001, the Chicago Board Options Exchange, Inc. (''CBOE'' 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 CBOE. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

[1] 15 U.S.C. 78s(b)(1).

[2] 17 CFR 240.19b–4.

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

The CBOE proposes to amend its rules to provide that the applicability of the split-price execution functionality for RAES orders may be determined by the appropriate Floor Procedure Committee on a class-by-class basis. Below is the text of the proposed rule change. New text is in *italics.* Proposed deletions are in [brackets].

* * * * *

**Chicago Board Options Exchange, Incorporated Rules**

* * * * *

**Rule 6.8. RAES Operations**

This Rule governs RAES operations in all classes of options, except to the extent otherwise expressly provided in this or other Rules in respect of specified classes of options.

(a) (i) Firms on the Exchange's Order Routing System (''ORS'') will automatically be on the Exchange's Retail Automatic Execution System (''RAES'') for purposes of routing small public customer market or marketable limit orders into the RAES system. Those orders which are eligible for routing to RAES may be subject to such contingencies as the appropriate Floor Procedure Committee (''FPC'') shall approve. Public customer orders are orders for accounts other than accounts in which a member, non-member participant in a joint-venture with a member, or any non-member broker-dealer (including a foreign broker-dealer as defined in Rule 1.1(xx)) has an interest. The appropriate Floor Procedure Committee (''FPC'') shall determine the size of orders eligible for entry into RAES in accordance with paragraph (e) of this Rule. For purposes of determining what a small customer order is, a customer's order cannot be split up such that its parts are eligible for entry into RAES. Firms on ORS have the ability to go on and off ORS at will. Firms not on ORS that wish to participate will be given access to RAES from terminals at their booths on the floor.

(ii) When RAES receives an order, the system automatically will attach to the order its execution price, determined by the prevailing market quote at the time of the order's entry to the system, except as otherwise provided in paragraph (b) of this Rule in instances where the best bid or offer on the Exchange's book constitutes the prevailing market best bid or offer, and as otherwise provided in Interpretation and Policy .02 under this Rule 6.8 in respect of multiply-