

### III. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the amendment is consistent with the Exchange Act and the rules thereunder. Comments may be submitted by any of the following methods:

#### *Electronic Comments*

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an email to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number 4-631 on the subject line.

#### *Paper Comments*

- Send paper comments in triplicate to Brent J. Fields, Secretary, Securities and Exchange Commission, 100 F Street NE., Washington, DC 20549-1090.

All submissions should refer to File Number 4-631. This file number should be included on the subject line if email is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed plan amendment that are filed with the Commission, and all written communications relating to the amendment between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for Web site viewing and printing in the Commission's Public Reference Room, 100 F Street NE., Washington, DC 20549, on official business days between the hours of 10:00 a.m. and 3:00 p.m. Copies of such filing also will be available for inspection and copying at the Participants' offices. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number 4-631 and should be submitted on or before May 25, 2017.

By the Commission.

**Eduardo Aleman,**

*Assistant Secretary.*

[FR Doc. 2017-08970 Filed 5-3-17; 8:45 am]

**BILLING CODE 8011-01-P**

### SECURITIES AND EXCHANGE COMMISSION

[Release No. IC-32616]

#### Notice of Applications for Deregistration Under Section 8(f) of the Investment Company Act of 1940

April 28, 2017.

The following is a notice of applications for deregistration under section 8(f) of the Investment Company Act of 1940 for the month of April 2017. A copy of each application may be obtained via the Commission's Web site by searching for the file number, or for an applicant using the Company name box, at <http://www.sec.gov/search/search.htm> or by calling (202) 551-8090. An order granting each application will be issued unless the SEC orders a hearing. Interested persons may request a hearing on any application by writing to the SEC's Secretary at the address below and serving the relevant applicant with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on May 23, 2017, and should be accompanied by proof of service on applicants, in the form of an affidavit or, for lawyers, a certificate of service. Pursuant to Rule 0-5 under the Act, hearing requests should state the nature of the writer's interest, any facts bearing upon the desirability of a hearing on the matter, 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:** The Commission: Secretary, U.S. Securities and Exchange Commission, 100 F Street NE., Washington, DC 20549-1090.

**FOR FURTHER INFORMATION CONTACT:** Hae-Sung Lee, Attorney-Adviser, at (202) 551-7345 or Chief Counsel's Office at (202) 551-6821; SEC, Division of Investment Management, Chief Counsel's Office, 100 F Street NE., Washington, DC 20549-8010.

#### Tax Exempt Municipal Trust [File No. 811-02551]<sup>1</sup>

*Summary:* Applicant, a unit investment trust, seeks an order declaring that it has ceased to be an investment company. On September 3, 2014, applicant made a liquidating distribution to its shareholders, based

<sup>1</sup> Applicant was previously issued a release number in the notice of applications for deregistration for March 2017 (Investment Company Act Release No. 32587). A new release number has been issued to correct an error in connection with the March 2017 notice.

on net asset value. No expenses were incurred in connection with the liquidation.

*Filing Date:* The application was filed on February 22, 2017.

*Applicant's Address:* 18925 Base Camp Road, Suite 203, Monument, Colorado 80132.

#### Tortoise MLP Growth Fund, Inc. [File No. 811-22776]<sup>1</sup>

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. Applicant has never made a public offering of its securities and does not propose to make a public offering or engage in business of any kind.

*Filing Date:* The application was filed on February 27, 2017.

*Applicant's Address:* 11550 Ash Street, Suite 300, Leawood, Kansas 66211.

#### Brookfield Mortgage Opportunity Income Fund Inc. [File No. 811-22773]<sup>1</sup>

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. The applicant has transferred its assets to Brookfield Real Assets Income Fund Inc. and, on December 12, 2016, made a final distribution to its shareholders based on net asset value. Expenses of \$778,720 incurred in connection with the reorganization were paid by the applicant's investment adviser.

*Filing Date:* The application was filed on March 7, 2017.

*Applicant's Address:* Brookfield Place, 250 Vesey Street, 15th Floor, New York, New York 10281.

#### Brookfield High Income Fund Inc. [File No. 811-08795]<sup>1</sup>

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. The applicant has transferred its assets to Brookfield Real Assets Income Fund Inc. and, on December 12, 2016, made a final distribution to its shareholders based on net asset value. Expenses of \$386,068 incurred in connection with the reorganization were paid by the applicant's investment adviser.

*Filing Date:* The application was filed on March 7, 2017.

*Applicant's Address:* Brookfield Place, 250 Vesey Street, 15th Floor, New York, New York 10281.

#### Brookfield Total Return Fund Inc. [File No. 811-05820]<sup>1</sup>

*Summary:* Applicant, a closed-end investment company, seeks an order

declaring that it has ceased to be an investment company. The applicant has transferred its assets to Brookfield Real Assets Income Fund Inc. and, on December 12, 2016, made a final distribution to its shareholders based on net asset value. Expenses of \$604,887 incurred in connection with the reorganization were paid by the applicant's investment adviser.

*Filing Date:* The application was filed on March 7, 2017.

*Applicant's Address:* Brookfield Place, 250 Vesey Street, 15th Floor, New York, New York 10281.

**Schroder Capital Funds (Delaware) [File No. 811-01911]<sup>1</sup>**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. The applicant has transferred its assets to Hartford Mutual Funds II, Inc. and, on October 21, 2016, made a final distribution to its shareholders based on net asset value. Expenses of approximately \$143,531 incurred in connection with the reorganization were paid by the applicant's investment adviser and the acquiring fund's investment adviser.

*Filing Dates:* The application was filed on February 9, 2017 and amended on March 13, 2017.

*Applicant's Address:* 875 Third Avenue, 22nd Floor, New York, New York 10022.

**Nicholas Money Market Fund, Inc. [File No. 811-05537]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On October 12, 2016, applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$31,431 incurred in connection with the liquidation were paid by applicant's investment adviser.

*Filing Date:* The application was filed on March 31, 2017.

*Applicant's Address:* 700 N. Water St., Suite 1010, Milwaukee, Wisconsin 53202.

**Guggenheim Equal Weight Enhanced Equity Income Fund [File No. 811-22584]**

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. The applicant has transferred its assets to Guggenheim Enhanced Equity Income Fund and, on March 20, 2017, made a final distribution to its shareholders based on net asset value. Expenses of \$342,187 incurred in connection with the reorganization were paid by the applicant and the acquiring fund.

*Filing Dates:* The application was filed on March 22, 2017 and amended on March 31, 2017.

*Applicant's Address:* 227 West Monroe Street, Chicago, Illinois 60606.

**Guggenheim Enhanced Equity Strategy Fund [File No. 811-21455]**

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. The applicant has transferred its assets to Guggenheim Enhanced Equity Income Fund and, on March 20, 2017, made a final distribution to its shareholders based on net asset value. Expenses of \$348,511 incurred in connection with the reorganization were paid by the applicant and the acquiring fund.

*Filing Dates:* The application was filed on March 22, 2017 and amended on March 31, 2017.

*Applicant's Address:* 227 West Monroe Street, Chicago, Illinois 60606.

**Palmer Square Strategic Finance Fund [File No. 811-23094]**

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. Applicant has never made a public offering of its securities and does not propose to make a public offering or engage in business of any kind.

*Filing Dates:* The application was filed on March 7, 2017 and April 4, 2017.

*Applicant's Address:* c/o Palmer Square Capital Management LLC, 2000 Shawnee Mission Parkway, Suite 300, Mission Woods, Kansas 66205.

**Touchstone Tax-Free Trust [File No. 811-03174]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. The applicant has transferred its assets to Touchstone Strategic Trust and, on December 16, 2016, made a final distribution to its shareholders based on net asset value. Expenses of \$42,700 incurred in connection with the reorganization were paid by the applicant's investment adviser.

*Filing Date:* The application was filed on April 5, 2017.

*Applicant's Address:* 303 Broadway, Suite 1100, Cincinnati, Ohio 45202.

**Capstone Series Fund, Inc. [File No. 811-01436]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. The applicant has transferred its assets to Steward Funds, Inc. and, on February 14, 2017, made a

final distribution to its shareholders based on net asset value. Expenses of approximately \$45,939 incurred in connection with the reorganization were paid by the acquiring fund.

*Filing Date:* The application was filed on April 11, 2017.

*Applicant's Address:* 3700 W Sam Houston Parkway S, Suite 250, Houston, Texas 77042.

**EnTrust Multi-Strategy Fund [File No. 811-22840]**

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. On March 31, 2017, applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$10,000 incurred in connection with the liquidation were paid by applicant's investment adviser.

*Filing Date:* The application was filed on April 18, 2017.

*Applicant's Address:* 375 Park Avenue, 24th Floor, New York, New York 10152.

**EnTrust Multi-Strategy Master Fund [File No. 811-22841]**

*Summary:* Applicant, a closed-end investment company, seeks an order declaring that it has ceased to be an investment company. On March 31, 2017, applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$10,000 incurred in connection with the liquidation were paid by applicant's investment adviser.

*Filing Date:* The application was filed on April 18, 2017.

*Applicant's Address:* 375 Park Avenue, 24th Floor, New York, New York 10152.

**Advance Capital I, Inc. [File No. 811-05127]**

*Summary:* Applicant seeks an order declaring that it has ceased to be an investment company. On December 22, 2016, applicant made a liquidating distribution to its shareholders, based on net asset value. Expenses of \$518,433 incurred in connection with the liquidation were paid by applicant's investment adviser.

*Filing Dates:* The application was filed on March 31, 2017 and amended on April 25, 2017.

*Applicant's Address:* One Towne Square, Suite 444, Southfield, Michigan 48076.

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

**Eduardo A. Aleman,**

*Assistant Secretary.*

[FR Doc. 2017-08984 Filed 5-3-17; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-80553; File No. SR-NYSEArca-2017-36]

### Self-Regulatory Organizations; NYSE Arca, Inc.; Notice of Filing of Proposed Rule Change To Adopt a New NYSE Arca Equities Rule 8.900 and To List and Trade Shares of the Royce Pennsylvania ETF; Royce Premier ETF; and Royce Total Return ETF Under Proposed NYSE Arca Equities Rule 8.900

April 28, 2017.

Pursuant to Section 19(b)(1)<sup>1</sup> of the Securities Exchange Act of 1934 (the “Act”)<sup>2</sup> and Rule 19b-4 thereunder,<sup>3</sup> notice is hereby given that, on April 14, 2017, NYSE Arca, Inc. (the “Exchange,” “NYSE Arca,” or the “Corporation”) filed with the Securities and Exchange Commission (the “Commission”) the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

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

The Exchange proposes to adopt a new NYSE Arca Equities Rule 8.900 to permit it to list and trade Managed Portfolio Shares, which are shares of actively managed exchange-traded funds (“ETFs”) for which the portfolio is disclosed in accordance with standard mutual fund disclosure rules. In addition, the Exchange proposes to list and trade shares of the following under proposed NYSE Arca Equities Rule 8.900: Royce Pennsylvania ETF; Royce Premier ETF; and Royce Total Return ETF. The proposed change is available on the Exchange’s Web site at [www.nyse.com](http://www.nyse.com), at the principal office of the Exchange, and at the Commission’s Public Reference Room.

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

<sup>2</sup> 15 U.S.C. 78a.

<sup>3</sup> 17 CFR 240.19b-4.

#### 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 self-regulatory organization 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 those 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 the Statutory Basis for, the Proposed Rule Change

###### 1. Purpose

The Exchange proposes to add new NYSE Arca Equities Rule 8.900 for the purpose of permitting the listing and trading, or trading pursuant to unlisted trading privileges (“UTP”), of Managed Portfolio Shares, which are securities issued by an actively managed open-end investment management company.<sup>4</sup>

In addition to the above-mentioned proposed rule changes, the Exchange proposes to list and trade shares (“Shares”) of the following under proposed NYSE Arca Equities Rule 8.900: Royce Pennsylvania ETF; Royce Premier ETF; and Royce Total Return ETF (each, a “Fund” and, collectively, the “Funds”).

###### Proposed Listing Rules

Proposed Rule 8.900(a) provides that the Corporation will consider for trading, whether by listing or pursuant to UTP, Managed Portfolio Shares that meet the criteria of Rule 8.900.

Proposed Rule 8.900(b) provides that Rule 8.900 is applicable only to Managed Portfolio Shares and that, except to the extent inconsistent with Rule 8.900, or unless the context otherwise requires, the rules and procedures of the Corporation’s Board of Directors shall be applicable to the

<sup>4</sup> A Managed Portfolio Share is a security that represents an interest in an investment company registered under the Investment Company Act of 1940 (15 U.S.C. 80a-1) (“1940 Act”) organized as an open-end investment company or similar entity that invests in a portfolio of securities selected by its investment adviser consistent with its investment objectives and policies. In contrast, an open-end investment company that issues Investment Company Units, listed and traded on the Exchange under NYSE Arca Equities Rule 5.2(j)(3) (“Index ETFs”), seeks to provide investment results that correspond generally to the price and yield performance of a specific foreign or domestic stock index, fixed income securities index or combination thereof.

trading on the Corporation of such securities. Proposed Rule 8.900(b) provides further that Managed Portfolio Shares are included within the definition of “security” or “securities” as such terms are used in the Rules of the Corporation.

###### Proposed Definitions

Proposed Rule 8.900(c)(1) defines the term “Managed Portfolio Share” as a security that (a) is issued by a registered investment company (“Investment Company”) organized as an open-end management investment company or similar entity, that invests in a portfolio of securities selected by the Investment Company’s investment adviser consistent with the Investment Company’s investment objectives and policies; and (b) when aggregated in a number of shares equal to a Redemption Unit or multiples thereof, may be redeemed at the request of an Authorized Participant (as defined in the Investment Company’s Form N-1A filed with the SEC), which Authorized Participant will be paid, through its own separate confidential account established for its benefit, a portfolio of securities and/or cash with a value equal to the next determined net asset value (“NAV”).

Proposed Rule 8.900(c)(2) defines the term “Verified Intraday Indicative Value (“VIIV”) as the estimated indicative value of a Managed Portfolio Share based on all of the issuer’s holdings as of the close of business on the prior business day, priced and disseminated in one second intervals, and subject to validation by a pricing verification agent of the Investment Company that is responsible for comparing multiple independent pricing sources to establish the accuracy of the VIIV.

Proposed Rule 8.900(c)(3) defines the term “Redemption Unit” as a specified number of Managed Portfolio Shares.

Proposed Rule 8.900(c)(4) defines the term “Reporting Authority” in respect of a particular series of Managed Portfolio Shares as a reporting service designated by the issuer as the official source for calculating and reporting information relating to such series, including, but not limited to, the VIIV, NAV, or other information relating to the issuance, redemption or trading of Managed Portfolio Shares. A series of Managed Portfolio Shares may have more than one Reporting Authority, each having different functions.

Proposed Rule 8.900(d) sets forth initial and continued listing criteria applicable to Managed Portfolio Shares. Proposed Rule 8.900(d)(1)(A) provides that, for each series of Managed Portfolio Shares, the Corporation will