

Form 2-E must be filed semi-annually during an offering and as a final report at the completion of the offering. Less frequent filing would not allow the Commission to monitor the progress of the limited offering in order to ensure that the issuer was not attempting to avoid the normal registration provisions of the securities laws.

There has been approximately one filing on form 2-E under rule 609 of regulation E during each of the last 2 years. On average, approximately one respondent spend four hours collecting information, preparing, and filing a form 2-E for a total amount reporting and recordkeeping burden of four hours.

Rule 6c-7 under the Investment Company Act of 1940 ("1940 Act") provides exemption from certain provisions of Sections 22(e) and 27 of the 1940 Act for registered separate accounts offering variable annuity contracts to certain employees of Texas institutions of higher education participating in the Texas Optional Retirement Program.

There are approximately 183 registrants governed by Rule 6c-7, with an estimated compliance time of 30 minutes per registrant for a total of 92 annual burden hours.

Rule 11a-2 permits certain registered insurance company separate accounts, subject to certain conditions, to make offers to exchange their securities for other investment company securities without obtaining prior Commission approval.

There are approximately 550 registrants governed by Rule 11a-2, with an estimated compliance time of 15 minutes per registrant for a total of 138 annual burden hours.

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.

Written comments are invited on: (a) Whether the proposed 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 of 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 Michael E. Bartell, Associate Exchange Director, Office of Information Technology, Securities and Exchange Commission, 450 5th Street, NW., Washington, DC 20549.

Dated: July 9, 1997.

**Margaret H. McFarland,**  
*Deputy Secretary.*

[FR Doc. 97-18692 Filed 7-15-97; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

### Submission for OMB Review; Comment Request

*Extension:* Rule 19b-4 and Form 19b-4; SEC File No. 270-38; OMB Control No. 3235-0045.

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") has submitted to the Office of Management and Budget request for extension of the previously approved collection of information discussed below.

The information is collected pursuant to Rule 19b-4 of the Securities Exchange Act of 1934 ("Act"), entitled "Filings with Respect to Proposed Rule Changes by Self-Regulatory Organizations."

Rule 19b-4, as amended by the Securities Act Amendments of 1975, requires each self-regulatory organization to file with the Commission copies of any proposed amendment to its constitution, articles of incorporation, bylaws, rules or similar instrument or any interpretation of these instruments. The Commission is required to publish notice of such filing, and either approve the proposal or institute proceedings to determine whether the proposal should be disapproved.

The collection of information is designed to provide the Commission with the information necessary to determine whether, as required by the Act, the rule proposal is consistent with the Act and the rules thereunder. The information is used to determine whether the proposal should be approved or proceedings should be instituted to determine whether disapproval is appropriate.

The respondents to the collection of information are self-regulatory organizations, which generally are securities exchanges.

An estimated 25 respondents file approximately 20 filings per year,

totaling an average burden of 17,500 burden hours.

General comments regarding the above information should be directed to the following persons: (i) Desk Officer for the Securities and Exchange Commission, Office of Information and Regulatory Affairs, Office of Management and Budget, Room 3208, New Executive Office Building, Washington, D.C. 20503; and (ii) Michael E. Bartell, Associate Executive Director, Office of Information Technology, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. Comments must be submitted to OMB within 30 days of this notice.

Dated: July 7, 1997.

**Margaret H. McFarland,**  
*Deputy Secretary.*

[FR Doc. 97-18691 Filed 7-15-97; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. IC-22742; 811-6291]

### Dean Witter Premier Income Trust; Notice of Application

July 9, 1997.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Notice of Application for Deregistration under the Investment Company Act of 1940 (the "Act").

**APPLICANT:** Dean Witter Premier Income Trust.

**RELEVANT ACT SECTION:** Order requested under section 8(f) of the Act.

**SUMMARY OF APPLICATION:** Applicant requests an order declaring that it has ceased to be an investment company.

**FILING DATE:** The application was filed on June 16, 1997.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the application will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving 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 August 4, 1997, and should be accompanied by proof of service on applicant, 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 SEC's Secretary.

**ADDRESSES:** Secretary, SEC, 450 5th Street, N.W., Washington, D.C. 20549. Applicant, Two World Trade Center, New York, N.Y. 10048.

**FOR FURTHER INFORMATION CONTACT:** Joseph B. McDonald, Jr., Senior Counsel, at (202) 942-0533, 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 SEC's Public Reference Branch.

#### **Applicant's Representations**

1. Applicant is an open-end, diversified management investment company organized as a Massachusetts business trust under the laws of the Commonwealth of Massachusetts. On March 29, 1991, applicant registered under the Act and filed a registration statement under the Securities Act of 1933 to register its shares. The registration statement became effective on May 30, 1991, and applicant commenced its initial public offering of shares the following day.

2. On January 23, 1997, applicant's board of trustees approved a plan of liquidation and dissolution ("Liquidation Plan"). The Liquidation Plan provided for the liquidation of applicant and the distribution of applicant's remaining assets to its securityholders. In approving the Liquidation Plan, the trustees considered a number of factors, including applicant's shrinking asset base and the inefficiencies, higher costs and disadvantageous economies of scale attendant with decreased assets. Based on consideration of all the factors deemed relevant by it, the board of trustees determined that the adoption of the Liquidation Plan would be in the best interests of applicant and its securityholders.

3. On or about February 21, 1997, proxy materials soliciting approval of the liquidation were sent to applicant's securityholders. Pursuant to applicant's Declaration of Trust, as amended, applicant's securityholders approved the Liquidation Plan at a special meeting held on May 1, 1997.

4. As of May 9, 1997, applicant had total net assets of \$12,694,788.40, comprising 1,449,722.565 shares, with a per share net asset value of \$8.756702. On May 12, 1997, applicant's securityholders were paid a final liquidation distribution of \$8.756702 per share equal to the securityholders' proportionate interest in the remaining assets of applicant.

5. Approximately \$16,000 of expenses, including the costs of printing and mailing the proxy statement and any additional material relating to the shareholder meeting at which the liquidation of applicant was approved and any expenses relating to deregistering applicant as an investment company and dissolving applicant, were borne by the applicant. Any additional costs relating to soliciting proxies were paid by Dean Witter InterCapital Inc., applicant's investment adviser.

6. As of the date of the application, applicant had no securityholders, debts, liabilities, or assets and was not a party to any litigation or administrative proceeding. Applicant is not engaged, nor does it propose to engage, in any business activities other than those necessary for the winding-up of its affairs.

7. Applicant intends to file Articles of Dissolution with the Secretary of State of The Commonwealth of Massachusetts.

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

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 97-18609 Filed 7-15-97; 8:45 am]

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#### **SECURITIES AND EXCHANGE COMMISSION**

[File No. 81-925]

#### **Application and Opportunity for Hearing: OMLX, the London Securities and Derivatives Exchange Limited**

July 9, 1997.

*Notice is Hereby Given* that OMLX, the London Securities and Derivatives Exchange Limited ("Applicant") has filed with the Securities and Exchange Commission ("Commission") an application pursuant to Section 12(h) of the Securities Exchange Act of 1934, as amended, (the "Exchange Act") for an order exempting Applicant from the registration provisions of Section 12(g) and the provisions of Sections 14(e) and 15(d) of the Exchange Act.

For a detailed statement of the information presented, all persons are referred to said application which is on file at the offices of the Commission in the Public Reference Room, 450 Fifth Street, N.W., Washington, D.C. 20549.

*Notice is Further Given* that any interested person not later than August 15, 1997 may submit to the Commission in writing its views or any substantial facts bearing on the application or the desirability of a hearing thereon. Any

such communication or request should be addressed to: Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549, and should state briefly the nature of the interest of the person submitting such information or requesting the hearing, the reason for such a request, and the issues of fact and law raised by the application which it desires to controvert.

Persons who request a hearing or advice as to whether a hearing is ordered will receive any notices and orders issued in this matter, including the date of the hearing (if ordered) and any postponements thereof. At any time after said date, an order granting the application may be issued upon request or upon the Commission's own motion.

For the Commission, by the Division of Corporation Finance, pursuant to delegated authority.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 97-18604 Filed 7-15-97; 8:45 am]

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#### **SECURITIES AND EXCHANGE COMMISSION**

#### **Issuer Delisting; Notice of Application To Withdraw From Listing and Registration; (Ponder Industries, Inc., Common Stock, \$.01 Par Value) File No. 1-10685**

July 10, 1997.

Ponder Industries, Inc. ("Company") has filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act") and Rule 12d2-2(d) promulgated thereunder, to withdraw the above specified security ("Security") from listing and registration on the Boston Stock Exchange, Inc. ("BSE" or "Exchange").

The reasons cited in the application for withdrawing the Security from listing and registration on the BSE include the following:

The Company's Security has been traded on the NASDAQ SmallCap Market since January 29, 1996.

The Company has elected to delist from the BSE because, to the Company's knowledge, no trades of the Security have been made on the BSE in the past year. In addition, the Company has determined to delist rather than to file an application for the listing of additional shares as was required by the BSE by the close of trading on June 20, 1997. The Company believes it cannot justify the economic expense of