



1401 H Street, NW, Washington, DC 20005-2148, USA
202/326-5800 www.ici.org

February 7, 2011

Ms. Elizabeth M. Murphy
Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Re: Credit Rating Standardization Study (SEC File No. 4-622)

Dear Ms. Murphy:

The Investment Company Institute¹ welcomes the opportunity to comment on the Securities and Exchange Commission's ("Commission") request for comment to help inform its credit rating agency study on standardization pursuant to Section 939(h) of the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank Act").² As users of ratings and ratings reports, funds are deeply concerned with the regulation of credit rating agencies and the quality and utility of credit ratings. We believe, however, that standardization and government intervention over the specific ratings methodology and components of ratings has the potential to undermine competition and decrease the value of ratings, thereby harming the market and investors, in contravention of the goals of the Dodd-Frank Act.

Instead of speaking to the individual questions in the Commission's Release, our letter addresses the broader question of standardization of credit ratings and ratings criteria. We have, and continue to be, strong advocates of reforms to the regulation and operation of credit rating agencies to

¹ The Investment Company Institute is the national association of U.S. investment companies, including mutual funds, closed-end funds, exchange-traded funds (ETFs), and unit investment trusts (UITs). ICI seeks to encourage adherence to high ethical standards, promote public understanding, and otherwise advance the interests of funds, their shareholders, directors, and advisers. Members of ICI manage total assets of \$12.68 trillion and serve over 90 million shareholders.

² See SEC Release No. 34-63573, 75 FR 80866 (December 23, 2010) ("Release"), available at <http://www.sec.gov/rules/other/2010/34-63573.pdf>.

