

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
RECORD OF AUTOMATIC WITHDRAWAL  
FORM APP WDG**

**Pursuant to Investment Company Act Rule 0-5(g)**

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**Applicant Name:** North Haven Private Income Fund LLC and MS Capital Partners Adviser Inc.  
**File Number:** 812-15211

The applicant did not respond within 120 days, in writing, to the comments the Commission staff provided on the above-referenced application on July 11, 2023. Pursuant to rule 0-5(g) under the Investment Company Act of 1940, the above-referenced application was automatically deemed withdrawn as of the expiration of such 120-day period.