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United States Securities and Exchange Commission, Washington, D.C. 20549 MAR 28 2002

Form TA-2—Form for Reporting Activities of Transfer Agents Registered Pursuant to Section 17A of the Securities Exchange Act of 1934

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

1. Full name of Registrant as stated in Question 3 of Form TA-1: (Do not use Form TA-2 to change name or address.) Investment Company Capital Corp.

2. a. During the reporting period, has the Registrant engaged a service company to perform any of its transfer agent functions? (Check appropriate box.)

All  Some  None

b. If the answer to subsection (a) is all or some, provide the name(s) and transfer agent file number(s) of all service company(ies) engaged.

Name:	File No. (beginning with 84- or 85-):
DST Systems, Inc.	084-449

c. During the reporting period, has the Registrant been engaged as a service company by a named transfer agent to perform transfer agent functions?

XXYes   No for which the Registrant has been engaged as a service company to perform transfer agent functions: (If more room is required, please complete and attach the Supplement to Form TA-2.)

Name:	File No. (beginning with 84- or 85-):
Bankers Trust	85-05212

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3. a. Registrant's appropriate regulatory agency. (Check one box only.)

- Comptroller of the Currency
- Federal Deposit Insurance Corporation
- Board of Governors of the Federal Reserve System
- Securities and Exchange Commission

b. During the reporting period, has the Registrant amended Form TA-1 within 60 calendar days following the date on which information reported therein became inaccurate, incomplete, or misleading? (Check appropriate box.)

- Yes, filed amendment(s)
- No, failed to file amendment(s)
- Not applicable

c. If the answer to subsection (b) is no, provide an explanation.

If the response to any of questions 4-11 below is none or zero, enter "0."

DP 6-24

4. Number of items received for transfer during the reporting period ..... 19
5. a. Total number of individual securityholder accounts, including accounts in the Direct Registration System (DRS), dividend reinvestment plans and/or direct purchase plans as of December 31 ..... 114,820
- b. Number of individual securityholder dividend reinvestment plan and/or direct purchase plan accounts as of December 31 ..... 0
- c. Number of individual securityholder DRS accounts as of December 31 ..... 0
- d. Approximate percentage of individual securityholder accounts from subsection (a) in the following categories as of December 31 .....

Corporate equity securities	Corporate debt securities	Open-end investment company securities	Limited partnership securities	Municipal debt securities	Other securities
		100%			

6. Number of securities issues for which Registrant acted in the following capacities, as of December 31:

	Corporate equity & debt securities		Open-end investment company securities	Limited partnership securities	Municipal debt securities	Other securities
	Equity	Debt				
a. Receives items for transfer and maintains the master securityholder files .....			19			
b. Receives items for transfer but does not maintain the master securityholder files .....			0			
c. Does not receive items for transfer but maintains the master securityholder files .....			0			

7. Scope of certain additional types of activities performed:

- a. Number of issues for which dividend reinvestment plan and/or direct purchase plan services were provided, as of December 31 ..... 0
- b. Number of issues for which DRS services were provided, as of December 31 ..... 0
- c. Dividend disbursement and interest paying agent activities conducted during the reporting period: .
- i. number of issues ..... 19
- ii. amount (in dollars) ..... 345,380,885

8. a. Number and aggregate market value of securities aged record differences, existing for more than 30 days, as of December 31:

	Prior transfer agent (if applicable)	Current transfer agent
i. Number of issues .....	0	0
ii. Market value (in dollars) .....	0	0

- b. Number of quarterly reports regarding buy-ins filed by the Registrant with its ARA (including the SEC) during the reporting period pursuant to Rule 17Ad-11(c)(2) ..... 0
- c. During the reporting period, did the Registrant file all quarterly reports regarding buy-ins with its ARA (including the SEC) required by Rule 17Ad-11(c)(2)? ..... N/A

Yes  No

d. If the answers to subsection (c) is no, provide an explanation for each failure to file.

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9. a. During the reporting period, has the Registrant always been in compliance with the turnaround time for routine items as set forth in Rule 17Ad-2?



