CAPITAL GROUP®

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January 11, 2021

VIA ELECTRONIC SUBMISSION

Ms. Vanessa A. Countryman
Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: Notice of Filing of Proposed Rule Change Amending Its Rules Establishing Maximum Fee Rates To Be Charged By Member Organizations for Forwarding Proxy and Other Materials to Beneficial Owners (File No. SR-NYSE-2020-96)

Dear Ms. Countryman:

We appreciate the opportunity to comment on the New York Stock Exchange's proposed rule change that would direct NYSE member firms that also are FINRA member firms to comply with FINRA Rule 2251's fee schedule that sets forth the maximum amount that NYSE member organizations may charge registered investment companies for certain regulatory mailings (the "Proposal").

The Capital Group Companies is one of the oldest and largest privately held investment management organizations in the United States with nearly 90 years of investment experience. Through our investment management subsidiaries, we actively manage equity and fixed income investments in various collective investment vehicles and institutional client separate accounts globally. The vast majority of these assets consist of the American Funds family of mutual funds, which are U.S. regulated investment companies managed by Capital Research and Management Company. We are an active manager that uses rigorous fundamental research to find attractive investments and manage risks.

We support the Proposal and believe the SEC should consider the issues raised by the Investment Company Institute in its letter regarding the Proposal.[1] SEC rules require funds to reimburse intermediaries for reasonable expenses incurred in forwarding fund materials to beneficial owners of shares. Today, mutual funds are charged for distributing proxies, shareholder reports and prospectuses using rates established by the NYSE that were originally intended to cover the distribution of operating company proxy materials and have been in place for many years. Fund

[1] *See* Letter to Vanessa Countryman, Secretary, Securities and Exchange Commission, from Dorothy M. Donohue, Deputy General Counsel, Securities Regulation and Joanne Kane, Senior Director, Operations and Transfer Agency, Investment Company Institute (January 8, 2020), available at: https://www.sec.gov/comments/sr-nyse-2020-96/srnyse202096-8221270-227699.pdf.

investors who bear these charges would be better served by a fee structure that is specifically designed for mutual funds and their shareholders. Any new structure should more appropriately recognize the costs associated with fund mailings and provide funds with more flexibility to negotiate the price of mailing services, as fund families do in other contexts where they engage with a third-party provider. More specifically, the current fee schedule should be modernized to account for investors who have elected electronic delivery of documents. More and more, fund shareholders are electing to receive proxies, shareholder reports and prospectuses electronically or through notice and access. The current fee structure is not suited for this type of document delivery model. In evaluating this issue, we believe it would be helpful to engage an independent third party to review the current structure and fees. An objective assessment of the structure and fees associated with the distribution of fund materials could help regulators and industry develop an improved framework that benefits fund investors.

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If you have any questions regarding our comments, please feel free to contact Timothy W. McHale at [redacted] or Anthony M. Seiffert at [redacted].

Sincerely,

Timothy W. McHale
Senior Vice President & Senior Counsel
Capital Research and Management Company

Anthony M. Seiffert
Chief Compliance Officer
American Funds Service Company

cc: The Hon. Elad L. Roisman, Acting Chairman
The Hon. Hester M. Peirce, Commissioner
The Hon. Allison Herren Lee, Commissioner
The Hon. Caroline A. Crenshaw, Commissioner

Sarah ten Siethoff, Acting Director, Division of Investment Management
Christian Sabella, Acting Director, Division of Trading & Markets