

## 7. PREPARING AND TRANSMITTING EDGARLINK ONLINE SUBMISSIONS

### 7.1 Introduction

EDGARLink Online allows you to prepare and submit a number of submission types. The main content of these submissions is made up of attached documents one of which is the form itself. Usually the filer creates these documents first and then “builds” the submission using the online interface.

EDGARLink Online submissions are typically accessed from the ‘EDGARLink Online Form Submission’ link on the EDGAR Filing Website. However, Regulation A form types DOSLTR, 1-A-W, 1-A-W/A, 253G1, 253G2, 253G3, 253G4, 1-SA, 1-SA/A, 1-U, 1-U/A, 1-Z-W, and 1-Z-W/A which are EDGARLink Online submissions can also be accessed from the ‘Regulation A’ and the ‘Draft Offering Statement’ links on the EDGAR Filing Website. Additionally, a Draft Registration Statement which is also an EDGARLink Online submission is accessed from the ‘Draft Reg. Statement’ link on the EDGAR Filing Website. The process to create and submit these form types is identical to an EDGARLink Online submission.

When you create your submission using EDGARLink Online, you must enter information into specified fields. Some fields are required, some fields are required when applicable, and some fields are optional. Required fields are indicated by a ‘\*’ next to their labels. The EDGAR rules apply to both mandatory/required and optional fields. When you enter information into EDGAR-specified fields in the EDGARLink Online submission, headers are automatically created in XML.

Just as EDGAR uses access codes to recognize you as a filer, EDGARLink Online needs information to accurately process the submission you are filing. For example, basic submission information identifies the entity for whom the filing is being made, gives information on fees, and indicates the type of document you are filing.

EDGARLink Online verifies that the information required for submission validation has been entered. For example, if the submission requires the time period for which you are filing the report, EDGARLink Online verifies that you have provided a date in the Period field. For more information on field, document, or submission validation; see Section 7.4, “Validating Your Submission.” You must enter information in all fields designated as “required” in the submission or EDGARLink Online will prevent you from making the submission.

EDGARLink Online helps you prepare, submit, and correct submissions by:

- Formatting your submission information using XML. This formatting is needed to process your submission in EDGAR. To manually create a submission in XML, see <https://www.sec.gov/edgar/filer-information>
- Checking for formatting errors in the document and submission prior to submitting it.
- Assisting you in troubleshooting errors. EDGARLink Online provides a screen text viewer that allows you to identify errors in the submission.

**Note:** If there are errors in your submission document, you need to incorporate your changes, save the document, and reattach it to your submission.

You can use the EDGAR Filing Website to submit EDGARLink Online Filings. The EDGAR Portal will also direct you to the EDGAR Filing Website.

**Note:** Please remember to enter https when entering the URL. You will not be able to access the EDGAR Filing Website without the “s” designation.

The EDGAR Filing Website provides the following capabilities:

- Accesses EDGAR’s features using the Internet.
- Provides online submission preparation and transmission.
- Provides editing capabilities for your company information.
- Provides submission notification messages.
- Allows filers to update their EDGAR Password.

We require that your browser support JavaScript and we recommend that you accept browser “cookies” when accessing this website. The EDGAR Filing Website software contains functions that allow us to remind you if you need to update your software depending upon the last time you visited the EDGAR Filing Website. This information is recorded in your browser cookies.

It is your decision as to the best means to access the Internet. EDGAR accepts transmissions from any Internet source, so you can decide which Internet Service Provider (ISP) best suits your needs. Most filers use the EDGAR Filing Website to submit EDGARLink Online filings.

### 7.1.1 Using the EDGAR Filing Website

Later in this document there will be step-by-step instructions for accessing the EDGARLink Online submissions form types. To do this you will use the EDGAR Filing Website. Before you get started on this process, read this section to get general information about this website. It will cover the basics about using a browser and accessing the EDGAR Filing Website. Detailed information on the screens is also included. To access the EDGAR Filing Website, either use the EDGAR Gateway or follow the directions listed below to access it directly:

1. Go to the EDGAR Filing Website Login page (<https://www.edgarfiling.sec.gov>).
2. Click in the CIK field and enter your CIK.

**Note:** You must obtain Filer Login credentials (CIK and Password) to log in to the EDGAR Filing Website. For more information, please refer to Volume I of the Filer Manual.

3. Press [Tab] and enter your password. This is your login password, not your CCC, PMAC, or passphrase. Your password is case-sensitive.
4. Click the [Login to EDGAR] button.
5. If your CIK and password are valid and you have a passphrase, the Welcome page appears. If you are already logged into EDGAR with a concurrent session, a message will appear indicating the number of concurrent session(s). The Create Passphrase page appears if your CIK and password are valid and you do not have a passphrase. See Volume I of the Filer Manual for information on creating a passphrase.

**Note:** Each time you log in to the EDGAR Filing Website, you will be prompted to update the password to twelve characters if it is still eight characters in length.

We have placed information and menu links on the EDGAR Filing Website Home page, that connect you to websites concerning filing and submission types, help files, SEC Rulemaking,

and fee information.

Once you log in to EDGAR, you will be able to view the following Last Account Activity details: date, time, and whether the last login attempt was successful. Additionally, you can view the Recent Login Activity page by selecting the “Login History” link. This page contains information on the login history for the last 30 calendar days for both the EDGAR Filing and the EDGAR OnlineForms Management websites. The information displayed includes the date, time, and whether each login attempt was successful.

Once you log in to EDGAR, an option menu appears on the left-hand side of the browser window. This menu allows you to navigate easily through EDGAR without having to return to a menu page.

Two additional functions will help you use the EDGAR Filing Website. The [Logoff] button ends your EDGAR session. Clicking ‘Home’ brings you to the EDGAR Filing Website Welcome page. From this menu you can move back and forth between pages, find news, or get additional assistance.

This menu is broken down into six sections:

- Information Exchange
- Draft Submissions
- Regulation A
- Regulation Crowdfunding
- Online Forms
- Support

#### **7.1.1.1 Information Exchange**

In the Information Exchange section there are four links:

- Transmit

The ‘Transmit’ link allows you to transmit your filings to EDGAR. This function applies to filer-constructed submissions.

- Retrieve/Edit Data

By clicking the ‘Retrieve/Edit Data’ link, you can query company, filing, or module/segment information, retrieve your fee account information, request return of unused funds, or change your password or CCC.

- EDGARLink Online Form Submission

By clicking the ‘EDGARLink Online Form Submission’ link, you can select a submission type to open it, and then enter the submission information, attach and validate documents and submit. Once submitted, the filing is processed by EDGAR.

- Fee Rate Table

Click the 'Fee Rate Table' link to view the latest fee rate information from the SEC. The fee rate information displayed is:

- Form Type
- Fee Rate
- Validity Date
- Fee/Interest
- Fee Type

EDGARLink Online automatically includes the fee rates for calculating submission fees. Details for using EDGARLink Online to calculate the fee rates are covered in Section 7.2.2, "Viewing the Fee Rate."

### **7.1.1.2 Draft Submissions**

This menu section provides links that enable you to file Draft Registration Statements and Draft Offering Statements.

Draft Registration Statements are EDGARLink Online submission form types which can be submitted via the following link:

- Draft Reg.Statement

This link allows you to prepare and submit a New Draft Registration Statement (Form DRS), an Amended Draft Registration Statement (Form DRS/A), or a Correspondence Related to Draft Registration Statement (DRSLTR) to EDGAR for processing. Companies that qualify to submit draft registration statements either under the JOBS Act §106 or the Division of Corporation Finance's Foreign Private Issuer policy must prepare and submit their confidential draft documents here.

Special purpose acquisition companies (SPACs) can identify target companies (in cases where business combination transactions exist between SPACs and target companies i.e. de-SPAC) as co-registrants on Form DRS and DRS/A. When completing Form DRS or DRS/A, you must indicate whether you as a primary registrant are an "Emerging Growth Company." If you answer "yes", then you must provide a response for the "Elected not to use the extended transition period for complying with any new or revised financial accounting standards" field.

If co-registrants are included, a response is required for the "Emerging Growth Company" field. If the response to the "Emerging Growth Company" field is "yes", then you must provide a response for the "Elected not to use the extended transition period for complying with any new or revised financial accounting standards" field.

Filers can disseminate previously accepted draft registration statements that are yet to be disseminated to the public via the 'Draft Reg. Statement' link.

- Draft Offering Statement

Click the 'Draft Offering Statement' link to view the File Regulation A Forms page. This page displays links to Regulation A submission form types, including the following draft offering statements:

- Non-public draft offering statement under Regulation A (DOS)

- Non-public draft pre-qualification amendment for offering statement under Regulation A (DOS/A)
- Draft Offering Statement Letter (DOSLTR)

These links allow you to prepare and submit DOS, DOS/A, and DOSLTR submission form types to EDGAR for processing. You can also disseminate previously accepted draft offering statements via the ‘Disseminate Draft Offering Statement’ link on the File Regulation A Forms page.

### **7.1.1.3 Regulation A**

This menu section provides a link that enables you to file Regulation A submission form types and disseminate previously accepted draft offering statements. Click the ‘Regulation A’ link to view the File Regulation A Forms page. The Regulation A submission form types are: DOS, DOS/A, DOSLTR, 1-A, 1-A/A, 1-A POS, 1-A-W, 1-A-W/A, 253G1, 253G2, 253G3, 253G4, 1-K, 1-K/A, 1-SA, 1-SA/A, 1-U, 1-U/A, 1-Z, 1-Z/A, 1-Z-W, and 1-Z-W/A.

If you select Regulation A submission form type DOSLTR, 1-A-W, 1-A-W/A, 253G1, 253G2, 253G3, 253G4, 1-SA, 1-SA/A, 1-U, 1-U/A, 1-Z-W, or 1-Z-W/A, then you will be directed to the Main tab of the selected form type on the EDGARLink Online application. Refer to Section 7.3, “Preparing your EDGARLink Online Submission,” for instructions on how to prepare these EDGARLink Online submissions: DOSLTR, 1-A-W, 1-A-W/A, 253G1, 253G2, 253G3, 253G4, 1-SA, 1-SA/A, 1-U, 1-U/A, 1-Z-W, and 1-Z-W/A.

If you select Regulation A submission form type DOS, DOS/A, 1-A, 1-A/A, 1-A POS, 1-K, 1-K/A, 1-Z, and 1-Z/A, then you will be directed to the Filer Information tab of the selected form type on the Online Form. Refer to Section 8.2.3, “File Regulation A Forms,” for instructions on how to prepare the following Regulation A form types: DOS, DOS/A, 1-A, 1-A/A, 1-A POS, 1-K, 1-K/A, 1-Z, and 1-Z/A.

### **7.1.1.4 Regulation Crowdfunding**

This menu section provides a link that enables you to file Regulation Crowdfunding submission form types. The Regulation Crowdfunding form types are: C, C-W, C-U, C-U-W, C/A, C/A-W, C-AR, C-AR-W, C-AR/A, C-AR/A-W, C-TR, C-TR-W, CFPORTAL, CFPORTAL/A, and CFPORTAL-W.

If you select Regulation Crowdfunding submission form type C, C-W, C-U, C-U-W, C/A, C/A-W, C-AR, C-AR-W, C-AR/A, C-AR/A-W, C-TR, or C-TR-W you will be directed to the Filer Information screen for the form. Refer to Section 8.2.5, “File Form C,” for instructions on how to prepare the following Regulation Crowdfunding form types: C, C-W, C-U, C-U-W, C/A, C/A-W, C-AR, C-AR-W, C-AR/A, C-AR/A-W, C-TR, and C-TR-W.

If you select Regulation Crowdfunding submission form type CFPORTAL, CFPORTAL/A, or CFPORTAL-W, then you will be directed to the Filer Information screen for the form. Refer to Section 8.2.7, “File Form Funding Portal,” for instructions on how to prepare the following Regulation Crowdfunding form types: CFPORTAL, CFPORTAL/A, and CFPORTAL-W.

### **7.1.1.5 Online Forms**

This menu section provides links that enable you to file online submissions of the following

forms:

- **File 13H**

Allows you to prepare and submit Form 13H variants (13H, 13H-A, 13H-Q, 13H-I, 13H-T, and 13H-R) to EDGAR for processing.
- **File Form 13F**

Allows you to prepare and submit Form 13F variants (13F-HR, 13F-HR/A, 13F-NT, and 13F-NT/A) to EDGAR for processing.
- **File Form 13F Confidential Treatment Request (Form 13F-CTR)**
  - Allows you to prepare and submit Form 13F Confidential Treatment Request (13F-CTR and 13F-CTR/A) to EDGAR for processing.
- **File Form ATS-N**

Allows you to prepare and submit Form ATS-N (ATS-N, ATS-N/MA, ATS-N/UA, ATS-N/CA, ATS-N/OFA, ATS-N-C, and ATS-N-W) to EDGAR for processing.
- **File Municipal Advisor Forms**

Allows you to prepare and submit Municipal Advisor Forms (MA, MA-A, MA/A, MA-I, MA-I/A, and MA-W) to EDGAR for processing.
- **File SDR**

Allows you to prepare and submit Form SDR variants (SDR, SDR/A, SDR-A, and SDR-W) to EDGAR for processing.
- **File SBSEF**

Allows you to prepare and submit Forms SBSEF, SBSEF-CCO-RPT, SBSEF-FIN-QTR, and SBSEF-FIN-REQ variants (SBSEF, SBSEF/A, SBSEF-W, SBSEF-V, SBSEF-CCO-RPT, SBSEF-CCO-RPT/A, SBSEF-FIN-QTR, SBSEF-FIN-QTR/A, SBSEF-FIN-REQ, and SBSEF-FIN-REQ/A) to EDGAR for processing.
- **File SBS Entity Forms**

Allows you to prepare and submit SBS Entity Forms (SBSE, SBSE/A, SBSE-A, SBSE-A/A, SBSE-BD, SBSE-BD/A, SBSE-C, SBSE-W, SBSE-CCO-RPT, and SBSE-CCO-RPT/A) to EDGAR for processing.
- **File X-17A-5 Part III**

Allows you to prepare and submit Form X-17A-5 variants (X-17A-5 and X-17A-5/A) to EDGAR for processing.

  - **File 17-H**

Allows you to prepare and submit Form 17-H variants (17HACON, 17HACON/A, 17HQCON, and 17HQCON/A) to EDGAR for processing.
  - **File Transfer Agent Forms**
    - Allows you to prepare and submit TA Form variants (TA-1, TA-1/A, TA-2, TA-2/A,

and TA-W) to EDGAR for processing.

- File N-CEN
  - Allows you to prepare and submit Form N-CEN variants (N-CEN and N-CEN/A) to EDGAR for processing.
- File Form 24F-2
  - Allows you to prepare and submit Form 24F-2 variants (24F-2NT and 24F-2NT/A) to EDGAR for processing.
- File Form N-PX
  - Allows you to prepare and submit Form N-PX variants (N-PX and N-PX /A) to EDGAR for processing.
- File Form N-PX Confidential Treatment Request (Form N-PX CTR)
  - Allows you to prepare and submit Form N-PX Confidential Treatment Request (N-PX CTR and N-PX CTR/A) to EDGAR for processing.
- File Form N-CR
  - Allows you to prepare and submit Form N-CR variants (N-CR and N-CR/A) to EDGAR for processing.

#### **7.1.1.6 Support**

This menu section provides links to a number of resources that will assist you in the filing process. In addition to general help, you can review topics like frequently asked questions, and rule making.

- General Help

If you need help while using EDGAR, click ‘General Help’ from the menu to bring up the General Support Menu page that displays a list of help topics.. When you click a topic, you are shown information or additional links to specify the type of assistance you need.

- Frequently Asked Questions

‘Frequently Asked Questions’ (FAQ) opens the EDGAR Frequently Asked Questions page. The FAQ page includes different questions that have been asked most often. Click the hyperlink topic to display the answer in the lower portion of the window.

- SEC Rulemaking

The ‘SEC Rulemaking’ link leads you to an area of the SEC’s Public Website that gives you up-to-date rule information. You will get information about rules that have been proposed or adopted, as well as other bulletins and notices.

- Fees

The ‘Fees’ link in the EDGAR menu opens the EDGAR Filing Fees page. This page contains information on filings that require fees, offsetting fees, making fee payments, and bank wire

transfers.

- **Company Search**

This link opens the Company Search page and redirects your browser to the EDGAR Company Database. From this website you can perform company searches through the EDGAR database that is updated daily.

### **7.1.2 Information on Headers**

Header information for your filing documents is still required in EDGAR, but you should not add them if you use EDGARLink Online. By using EDGARLink Online, your header tags and information are automatically placed in the correct nesting order and in the correct places within your submission.

## **7.2 Creating an EDGARLink Online Submission**

This section describes the general process for preparing an EDGARLink Online submission and transmitting it to EDGAR for processing.

### **7.2.1 Accessing the EDGARLink Online Submission**

You can access the different EDGARLink Online submissions on the EDGAR Filing Website using the EDGARLink Online Form Submission option from the left navigation menu.

**Note:** Draft Registration Statements which are EDGARLink Online submissions can be accessed from the ‘Draft Reg. Statement’ link displayed under the Draft Submissions section of the EDGAR Filing Website. Companies that qualify to submit draft registration statements either under the JOBS Act §106 or the Division of Corporation Finance’s Foreign Private Issuer policy must use this link to prepare and submit their confidential draft documents. Co-registrants are allowed on Draft Registration Statements. Once the draft registration statement is accepted, EDGAR will assign a file number to each co-registrant(s) on the DRS or DRS/A filing. Filers can also include new co-registrants on a DRS/A filing if they were not included on the original DRS filing. If the DRS/A filing is accepted, EDGAR will assign a file number to the newly added co-registrants.

The following sections of this chapter describe the steps for completing one submission form type. You can use these steps whether you are compiling a correspondence, filing a Draft Registration Statement, an annual 10-K, or submitting segments, as the Graphical User Interface for these form types are similar.

Submissions consist of sets of fields and information designated for specific submission types. You will need to fill out the appropriate submission before you transmit it.

To access an EDGARLink Online submission:

1. Access the EDGAR Filing Website and log in.
2. Click one of the following links on the left navigation menu, based on the form type you want to submit:

- **Draft Reg.Statement**

The Draft Registration Statements page displays. Proceed to step 3 to access the



form type you want to submit.

- **Draft Offering Statement**

The File Regulation A Forms page displays. Proceed to step 4 to access the EDGARLink Online submission form type DOSLTR (Draft Offering Statement Letter).

- **Regulation A**

The File Regulation A Forms page displays. Proceed to step 5 to access the EDGARLink Online submission form types for Regulation A that you want to submit.

- **EDGARLink Online Form Submission**

The EDGARLink Online Type Selection page displays. Proceed to step 6 to access the form type you want to submit.

3. On the Draft Registration Statements page, click either the 'New Draft Registration Statement' or the 'Amended Draft Registration Statement' link to submit a draft registration statement. Click the 'Correspondence Related to Draft Registration Statement' link to submit a correspondence related to the draft registration statement.

**Note:** All correspondence with the staff during the confidential or non-public portion of the filing review process must be submitted using the 'Correspondence Related to Draft Registration Statement' link. This ensures that your communication with the staff during the confidential or non-public part of the review remains in the non-public status. Do not send correspondence relating to a draft registration statement as a separate submission (using the CORRESP submission type). Note that co-registrants are allowed on DRSLTR submissions.

The selected draft registration statement page appears. Proceed to Section 7.3, "Preparing Your EDGARLink Online Submission" for details on how to prepare your draft registration statement.

**Note:** If you want to disseminate a draft registration statement, click the 'Disseminate Draft Registration Statement' link. Refer to the steps outlined in Section 7.7.1, "Disseminating Draft Registration Statements," for information on how to disseminate a previously submitted DRS or DRS/A submission.

4. On the File Regulation A Forms page that displays, select Draft Offering Statement Letter (DOSLTR) and click the [Next] button. The Draft Offering Statement Letter (DOSLTR) page displays. DOSLTR is an EDGARLink Online submission type and for instructions on how to prepare your draft offering statement letter, refer to Section 7.3, "Preparing your EDGARLink Online Submission."
5. On the File Regulation A Forms page that displays, select the EDGARLink Online submission 1-A-W, 1-A-W/A, 253G1, 253G2, 253G3, 253G4, 1-SA, 1-SA/A, 1-U, 1-U/A, 1-Z-W, or 1-Z-W/A that you want to submit and click the [Next] button. The screen for the selected submission type appears. Refer to Section 7.3, "Preparing your

EDGARLink Online Submission,” for instructions on how to complete these EDGARLink Online submissions.

6. On the EDGARLink Online Submission Type Selection page, click the submission form type link. Alternatively, scroll through the Submission Types list box and select a submission type, then click the [Go to Form] button.

The selected submission type appears.

**Note:** The ‘REG A’ link on the EDGARLink Online Submission Type Selection page allows you to access Regulation A submission form types and disseminate previously accepted draft offering statements.

Refer to Section 7.3, “Preparing your EDGARLink Online Submission,” for instructions on how to prepare and submit these Regulation A EDGARLink Online submissions: DOSLTR, 1-A-W, 1-A-W/A, 253G1, 253G2, 253G3, 253G4, 1-SA, 1-SA/A, 1-U, 1-U/A, 1-Z-W, and 1-Z-W/A.

Refer to Section 8.2.3, “File Regulation A Forms,” for instructions on how to prepare and submit the following Regulation A form types: DOS, DOS/A, 1-A, 1-A/A, 1-A POS, 1-K, 1-K/A, 1-Z, and 1-Z/A.

### **7.2.2 Viewing the Fee Rate**

EDGARLink Online contains the latest fee rates from the SEC and automatically inputs this information into the Offering & Fees page.

When you begin working on your fee-bearing submission, EDGARLink Online uses this information to update the amount owed by automatically loading the rate into your submission. When the fee rates change, the latest rate is available in your submission. Check the EDGAR Filing Website for changes in fees. The changes in fee rate are noted on the EDGAR Welcome pages.

## **7.3 Preparing Your EDGARLink Online Submission**

### **7.3.1 Submission**

This section outlines how to organize the EDGARLink Online submissions. Section 7.3.11, “Module and Segment Submissions,” provides support for preparing module and segment submission. Section 7.3.13, “Bulk Filing” provides support for transmission of bulk submissions.

#### **7.3.1.1 Submission Structure**

To create a submission, EDGARLink Online provides you with a Graphical User Interface (GUI) screen that contains fields where you enter your values. Different forms have different fields that are rendered or do not render depending upon which submission you selected.

Each submission is broken down into sections, called blocks. The top block contains a field that displays the filer’s submission type. This information automatically appears once you select the submission. This field is read-only which means you cannot edit the information displayed in it. In this block there are tabs that open the different pages you need to create your submission and also other buttons that allow you to SAVE, PRINT, SUBMIT, RESTORE and EXIT your

submission. This block also provides you access to EDGARLink Online HELP. The lower block contains fields where you enter submission information. As discussed in Section 7.1.1, “Using the EDGAR Filing Website,” some of these fields are required, and some are optional. As you enter information in these fields, you are creating your submission. In this chapter we discuss in general terms the process of submission preparation which includes all the different types of documents you can submit: correspondence, cover letters, exhibits, forms, and reports. You may consult the “How Do I Understand EDGARLink Online Submission Types” webpage on SEC.gov to find information regarding sample submission types (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/understand-edgarlink-online-submission-types>).

### **7.3.1.2 Menu Buttons**

The EDGARLink Online submissions are easily navigated using the tabs displayed in the upper block of the screen:

- Main
- Documents
- Notifications
- Module/Segment
- Series/Classes (appears only on S/C form types)
- Fee Offsets (appears only on fee-bearing form types)
- Offering & Fees (appears only on fee-bearing form types)

The Documents, Notifications and Module/Segment tabs appear for every online submission, with the exception of submission form types CERT, NPORT-EX, and NPORT-EX/A. The Series/Classes, Fee Offsets and Offering & Fees tabs appear only if you have selected a series and classes or fee-bearing form type.

In each EDGARLink Online submission, there are seven working pages: Main, Attached Documents List, Notification Information, Referenced Module/Segment List, Series/Classes (Contracts) Information, Offerings & Fees, and Fee Offset Information. The Documents, Notifications and Module/Segment tabs appear when you open any submission, with the exception of submission form types CERT, NPORT-EX, and NPORT-EX/A. The Series/Classes tab appears when the form type is chosen as a Series/Classes (Contracts) type and the filer indicates through a choice of Investment Company type that they must report series and classes. The Fee Offsets and Offering & Fees tabs appear only after you have selected a fee-bearing form type.

The [Help] button activates the help functions. If you need help as you are completing your submission, you can access the help files to assist you in the process.

### **7.3.1.3 EDGARLink Online Tool Bar**

The tool bar located in the upper block of the screen helps you perform basic functions like save, restore, print, submit, exit and view EDGARLink Online help. The following list displays the buttons and explains what function the button performs:

**Button****Function**

The [SAVE] button saves the current submission to your local drive. This will enable you to save a partially completed submission on your computer. If you click this button, your submission fields and attached documents are saved into one file. EDGARLink Online will add an .eis extension to the file name. You can retrieve this file using the [RESTORE] button.



The [PRINT] button prints all the submission tabs, with and without information entered:

- The visible text contained in the fields will print.
- Submission documents will not be printed. For more information on printing submission documents; see Section 7.3.4.11, “Printing Documents.”



The [SUBMIT] button transmits your submission to EDGAR for processing. When you click the [SUBMIT] button, EDGAR will automatically validate your submission information. If there are errors, EDGAR will provide the list of error messages for this validation. These error messages will be shown in red and display a “red x” icon next to the field names to indicate which fields contain invalid information. You must correct the errors on each page.



The [RESTORE] button allows you to retrieve a previously saved submission. When you click the [RESTORE] button it opens the Restore File window that lets you locate your previously saved submission.



The [HELP] button opens a window displaying the EDGAR Filer Manual (Volumes I – II).



The [EXIT] button exits the current submission and opens the EDGARLink Online Submission Type Selection page. Any data entered will be discarded.

### 7.3.1.4 Submission Fields

When the fields in EDGARLink Online submissions are displayed, you will notice that some of these fields are mandatory (indicated by a “\*” next to the fields label), and some are optional. If the mandatory fields are filled out incorrectly, EDGARLink Online will prevent you from transmitting your submission. You must correct the invalid values. Although the fields without a “\*” next to their label are optional, we do ask that you provide any relevant information.

As you are looking at the online submissions, there are certain fields that appear on all submissions and some fields that are not visible. Some of the fields common to all submissions are the Filer CIK, Filer CCC, Submission Contact, and SROs. To enter information in any field in the submission, click a field and enter the information by using your keyboard. Some fields have a pick list, so you do not need to enter information. You can scroll through the list and click the entry you want to appear in the field.

EDGARLink Online checks the entry of each field for format and length. If you enter data incorrectly a “red x” icon is displayed next to the associated field.

Some fields do not require input; they read information that has already been entered. For example, on the Attached Documents List page, there is a Document Count field that automatically updates when you attach submission documents. EDGARLink Online counts the number of documents and inserts that number in this field.

Some information is provided via radio buttons and check boxes. These types of fields insert a condition. For example, when you attach documents in the Attached Documents List page, you can have EDGAR validate these documents by activating the check boxes next to the documents and clicking the [Doc Validation] button; see Section 7.4.2, “Document Validation.”

Some fields require a date value. For example, the Fee Offset Information page contains an Offset Filing Date field. You can either enter a valid date in this field or use the calendar icon next to the field to select a valid date.

Before EDGAR can receive, process, and disseminate submissions electronically, filers must include filer information in EDGARLink Online fields. We call the process of adding required information to a prepared submission EDGARizing.

EDGARLink Online helps you format the values correctly. For instance, in the case of a pre-effective amendment to a Form S-1, where the correct value for the Submission Type field is “S-1/A” (not “S-1” or anything else), EDGARLink Online recognizes the correct combinations of required information and removes much of the submission preparation burden from you.

### **7.3.2 EDGARLink Online Submission Preparation Map**

The online submission pages for electronic filing are outlined below.

#### **(1) EDGARLink Online Main Page**

Filer’s Access Identification

Submission Header Information

#### **(2) EDGARLink Online Documents Page**

Document Header Information

Attached Submission Documents

#### **(3) EDGARLink Online Notification Page**

Additional Notification

E-Mail Addresses

#### **(4) Referenced Type 2 Module and Segment Page**

Referenced Type 2 Modules and Segments

**(5) \*Series and Classes (Contracts) Information Page**

New, Existing, and Merger Series and Class (Contracts) Identifiers

**(6) \*\*Fee Offset Page**

Offsetting Fees Information

**(7) \*\*\*Offerings and Fees Page**

Payment Methods, Fees Paid, Payor Information, and Shares Information

Certain elements are common to all submissions.

\* (5) is used only on submissions that have series and classes (contracts).

\*\* (6) and (7) are common only to fee-bearing submissions only.

**KEY:**

(1) EDGAR requires identification of the filer, regardless of the medium chosen for an electronic submission:

- You must provide the Filer CIK and CCC.

For each submission, you must supply submission and filer information (basic information for one entire submission that includes the CIK, CCC, SROs, etc.) This submission information is automatically inserted into the correct EDGAR format from the fields on the Main page. Each submission may require specific information. If required information is missing, EDGARLink Online will not allow you to submit a filing.

(2) You may attach multiple submission documents in ASCII, HTML, or PDF format in a single submission in addition to correspondence and cover letters. You can also attach referenced graphics, \*.jpg or \*.gif, as part of your submission. The maximum size of each HTML document attached within ABS-15G and ABS-15G/A submission must not exceed 25 MB.

The documents attached to a submission are mimed by EDGARLink Online before transmission, which increases the size of the documents by approximately one third of its original size. The maximum size of your submission, after the miming of the documents by EDGARLink Online, must not exceed 200 MB for all form types except form types ABS-EE, ABS-EE/A, NPORT-P, NPORT-P/A, NPORT-NP, and NPORT-NP/A, which may not exceed 600 MB. A Combined 10-D/ABS-EE submission must not exceed 800 MB, with 600 MB for the ABS-EE submission and 200 MB for the 10-D submission (and their respective amendments).

(3) In addition to receiving submission notification messages to your primary company e-mail address, you may send submission notification messages to additional e-mail addresses listed on that page.

### **7.3.2.1 Tips for Submission Template Data Entry**

When you begin your submission using EDGARLink Online there are fields where you enter information that is recorded in your submission. Entering information in the fields is as easy as typing on a word processing application:

1. Click in the field using your mouse.

## 2. Use your keyboard to enter information.

You can use your mouse to move from field to field. You can also use the [Tab] key to move your cursor to the next field.

**Note:** In EDGARLink Online it does not matter in which order you enter your fields, or on which page you start, because you can save the partially completed submission and return to it later; however, all required fields must be filled out before you transmit the submission.

EDGARLink Online allows you to enter any type of information via a keyboard: numbers, letters, or special characters. EDGARLink Online checks the validity of the value. For example, your CCC is eight characters long and must contain at least one number, one letter, and one special character, @, #, \$, or \*. If you enter your CCC incorrectly (does not conform to these rules), a “red x” icon is displayed next to the associated field and you cannot complete the processing of your submission until you correct the entry.

Some fields contain pick lists that display when you click the down arrow on the right hand border. When the list appears, click the option you want to choose for that field. Other fields automatically format your entry. The Period field automatically converts dates to the correct EDGAR mm-dd-yyyy format.

Check boxes allow you to tell EDGARLink Online that you want to activate a function. To turn a check box on, click it once. A check appears in the box. If you want to turn the check box off, click it again, and the check disappears.

Radio buttons work similarly to check boxes, but a radio button informs EDGAR of a condition. When you use the “Is this a LIVE/TEST Filing” radio button, you are telling EDGAR what type of submission you are filing. **The default for this button is “LIVE.” In order to submit a test filing, you need to change the “LIVE” radio button to the “TEST” radio button.** To change the filing to a TEST filing, click once on the “TEST” radio button.

### 7.3.3 The EDGARLink Online Main Page

Just as EDGAR uses access codes to recognize you as a filer, EDGAR needs information to accurately process the submission you are filing. For example, basic submission information identifies the entity for which the filing is being made, gives information on fees, and indicates the type of document you are filing.

EDGARLink Online verifies that the information required for all submission validation has been entered. For example, if the submission requires the indication of a time period for which you are filing the report, EDGARLink Online verifies that you have provided a date in the Period field. You may consult the “How Do I Understand EDGARLink Online Submission Types” webpage on SEC.gov to find information regarding the submission header fields that apply to each form that you file electronically (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/understand-edgarlink-online-submission-types>). You must enter information in all header fields designated as “required” in the submission or EDGARLink Online will prevent you from transmitting your submission to EDGAR.

Fields are categorized in the following two ways for a particular submission:

- **Required** – EDGARLink Online will not allow you to omit a required field. Fields that are required when applicable should be entered when your filing situation requires them. Required fields are indicated by a “\*” next to the fields name.
- **Optional** – Optional fields and their values provide important information but are not required for EDGAR to accept your submission. We encourage you to use such fields where applicable, but, if you do not, EDGAR will not suspend your submission.

EDGARLink Online uses some of the information you have entered to process your submission and to create a “header” for your submission. Headers are automatically created in XML when you enter filer-supplied information (values) into EDGAR-specified fields in the EDGARLink Online submission. Header information is included when your submission is disseminated.

#### 7.3.3.1 Entering Submission Information

Once you open a submission, you can begin entering submission information. On the Main page, you are required to fill out the Filer CIK, Filer CCC, and SROs fields:

1. Click in the Filer CIK field and enter your CIK. You do not need to enter the leading zeros (0); EDGARLink Online automatically inserts them before the number you enter.
2. Click in the CCC field and enter your CCC. EDGARLink Online will validate the value you entered in the Filer CIK and CCC field to ensure that the combination is valid.

**Note:** EDGARLink Online masks the CCC value entered by the user.

3. If there are any Co-Registrants, add their CIK and CCC. EDGARLink Online will validate each Co-Registrant CIK and CCC pair to ensure it is valid. If there is more than one co-registrant, click the [Add Co-Registrant] button. If there are more co-registrant CIK and CCC fields than you need, use only the number you need. When processing your submission, EDGAR ignores all extra empty fields. You may remove one or more additional Co-Registrants by checking the box to the left of the



Co-Registrant CIK field and then clicking the [Delete Co-Registrant] button.

4. Select value(s) for the SROs field by clicking the check boxes next to each SROs option. If none, select “none.”

Depending upon the submission type you are preparing, you may have completed all the required fields for that submission. Some submissions require other fields. To find information regarding submission type samples, see the “How Do I Understand EDGARLink Online Submission Types” webpage on SEC.gov (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/understand-edgarlink-online-submission-types>).

If you want to open a different submission type in EDGARLink Online, you would save your current work by clicking the [SAVE] button. Any data entered but not saved will be discarded. Then click the [EXIT] button, which will cause the EDGARLink Online Submission Type Selection page to appear, and you can select a new submission type.

### 7.3.3.2 Field Values and Definitions

In this manual, the term “value” refers to the information that you need to supply. When EDGAR encounters a field, it determines if you have supplied the required information. In some cases, no value is required; however, in most cases, values are required.

For EDGAR to process values, you must enter them in a specified format. The Period field automatically converts dates to the correct EDGAR mm-dd-yyyy format.

EDGAR is programmed to verify if there is a specified number of characters for each value. This specified number of characters is the field length. For example:

- The CIK field has a field length of up to 10 digits, 1234567890.

In EDGARLink Online, the Main page field values will not allow you to exceed the specified number of characters. In some cases, as in CIK, EDGARLink Online inserts leading zeros before your input if the value is less than the field length.

Table 7-1: Information Fields Available on Main Page contains a list of all the fields available on the Main page for all submission types. You may only see some of these fields depending upon the submission type you are preparing.

**Table 7-1: Information Fields Available on Main Page**

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
1	Is this a LIVE or TEST Filing?	Radio Button	Marks a submission to be treated as a TEST or LIVE filing. Unless the submission is marked as TEST, the filing will be treated by EDGAR as a LIVE filing and, if accepted, be disseminated. Submit live filings in live mode if using EDGARLink Online. We cannot change a test submission into a live submission, nor can we change a live submission into a test submission.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
2	SROs	Check Box	Identifies one or more stock exchanges or other self-regulatory organizations on which the issuer's securities are listed or traded. The value "NONE" is selected by default.
3	Submission Contact	Label	Marks the area of the submission contact information.
3a	Name	A. Jones This field is not required; however we recommend that you enter a value.	Identifies a person to contact if there are questions about the submission. This field allows up to 30 characters.
3b	Phone	202-555-1111 This field is not required; however we recommend that you enter a value.	Phone number of the contact person; you must include an area code. This field allows up to 20 characters.
3c	E-mail Address	Ajones@xyz.com	E-mail address of the contact person. Value must be in standard Internet address format, including exactly one "@" character, at least one "." After the "@", one or more EDGAR acceptable characters before the "@", and one or more acceptable EDGAR characters before and after each existing "."
4	Filer CIK	1234567890	Your SEC-supplied CIK. This field allows up to 10 characters.  In those instances where a single filing is being made on behalf of more than one person or entity, you must enter separate filer information for each such entity or fill in the Group Members field, depending upon the filing being made. See Section 7.3.3.1, "Entering Submission Information," for more information on co-registrants.
5	Filer CCC	X21234@1	Your CCC (8 characters, at least one of which must be a numeral and at least one must be @, #, \$, or *). It is case-sensitive.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
6	File Number	333-00000-1111	SEC-supplied file number required for Confirming Copy submissions, some amendments, and other specific submission types. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen.
7	Duty to File Reports Remains?	Yes	Select Yes or No to indicate if the registrant's duty to file reports under section 13(a) or 15(d) remains.
8	Form Type	Pick List**	Form type for Filer or Co-Registrant used for combining filing form types in a single submission.
9	Is this filing by a successor company pursuant to Rule 257(b)(5) resulting from a merger or other business combination?	Yes	Select Yes or No to indicate that a successor company is filing because of a merger.
9a	File Number	24R-00000-1	SEC-supplied file number. This field allows up to 17 characters, and only one file number for each registrant. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen.
10	Is Filer a Registered Investment Company or a Business Development Company?	Check Box	This must be checked by Investment Companies to display fields specifically for Investment Companies.
11	Filer Investment Company Type	Pick List***	Filers must indicate their type based on their last effective registration statement (except N-14). (See Rule 313(a) of regulation S-T.)
12	Please Provide a Brief Description of the Update	Updated Item X and Exhibits X and Y	Brief description of the NRSRO filing changes. This field is optional and allows up to 256 characters.
13	Co-Reg CIK	1234567890	The SEC-supplied CIK for a registrant associated with this submission.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
14	Co-Reg CCC	x21234@1	The CCC for a registrant associated with this submission. (8 characters, at least one of which must be a numeral and at least one must be @, #, \$, or *). It is case-sensitive.
15	Co-Reg File Number	333-00000-1111	SEC-supplied file number. Required for amendments to 1933 Act registration statements and with specific form types. This field allows up to 17 characters. When adding a new co-registrant to an amendment, you must type "NEW" in the File Number field of the new co-registrant.
16	Co-Reg Duty File Reports Remains?	Yes	Select Yes or No to indicate if the co-registrant's duty to file reports under section 13(a) or 15(d) remains.
17	Form Type	S-3/A	Used to specify a different form type for a co-registrant filing, or to indicate a combination filing.
18	Emerging Growth Company	Pick List; Yes or No	Select Yes or No to indicate if the co-registrant meets the emerging growth company criteria.
18a	Elected not to use the extended transition period for complying with any new or revised financial accounting standards	Pick List; Yes or No	Select Yes or No to indicate if the co-registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards. If the co-registrant indicated "Yes" for "Emerging Growth Company" in Field 19, it must indicate "yes" or "no" in field 19a.
19	Reporting Owner Information	Label	Marks the beginning of reporting owner identification and must be followed by the CIK and CCC. Note: This group replaces the Filer CIK/CCC for Form 144.
19a	CIK	1234567890	SEC-supplied reporting owner's CIK. This field allows up to 10 characters.
19b	CCC	x21234@1	Reporting owner's CCC (8 characters, at least one of which must be a numeral, and at least one must be @, #, \$, or *; case-sensitive).
19c	Relationship	Pick List; DIRECTOR, OFFICER, OWNER, OTHER	Identifies relationship of the reporting owner to the subject company.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
20	Period	12-31-2000 or 12 31 2000 or DEC 31 2000 or 31 DEC 2000 or Dec 31 2000 or 12/31/00	End date of report or period of filing; preferred order is month, day, and year (i.e., mmddyyyy) and EDGAR will convert your input to this format. Months should be abbreviated using the first three letters only (i.e., Apr or JAN). This field is also used for proxy meeting dates (field up to 20 characters; use hyphen, slash, or space to separate numbers). Unless otherwise specified, future dates for most form types will be flagged as errors. Refer to <a href="#">SEC.gov   Automated Conformance Rules for EDGAR Data Fields</a> for information regarding which forms will allow you to use future dates in the Period field. This field will allow you to either enter a date or select a date using the calendar icon.
20a	Start Period	Date Picker; 01-01-1980	Start date of report or period of filing. Date value should be between 01-01-1980 and 12-31-2050. No future date is allowed. The Start Period cannot have the same value as the End Period.
20b	End Period	Date Picker; 12-31-2050	End date of report or period of filing. Date value should be between 01-01-1980 and 12-31-2050. No future date is allowed. The date entered has to be later than the date entered in Start Period field.
21	Please describe what information is being amended with this filing	Updated compliance information in Financial Report	Specifies the information that has changed on submission form types SDR-CCO or SDR-CCO/A since the previous compliance report or financial report, and is being updated in this filing. This field is optional if you are amending a previous report for the same period. The field allows up to 1000 characters.
22	Act	Radio Button; 33 40 or 33 or 40	For certain filings by investment companies, the field identifies Act or Acts when the form type may be filed under more than one Act. Valid values when required are 33, 34, 40 or 33 40. If both apply, use the entry with both Acts.
23	Delaying Amendment	Check Box	Indicates that submission includes a delaying amendment.
24	References-429	333-00000	Refers to 1933 Act Registration Statements updated pursuant to Rule 429. The value represents the file number of the prior registration statement. If more than one applies, repeat the field for each value. This field allows up to 17 characters.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
25	Reference-462B	333-00000	Identifies the 1933 Act file number associated with the prior effective registration statement for the same offering pursuant to Securities Act Rule 462(b). This field allows up to 17 characters.
26	Subject Company	Label	Marks the area of subject company information fields.
26a	CIK	1234567890	Identification of the subject company. This field allows up to 10 characters.
26b	IRS Number	22-7777777	Subject company's IRS employer identification code. The IRS number usually appears on the cover page of a Form 10-K (nine characters plus an optional hyphen; EDGARLink Online displays a hyphen with this tag).
26c	Name	Small Co. Ltd.	Name of the subject company. This field allows up to 150 characters.
26d	File Number	005-00000	SEC file number used under subject company for confirming copies and other specific submission types. This field allows up to 17 characters.
27	Is Subject Company a Registered Investment Company or a Business Development Company?	Check Box	This must be checked when the subject company is an Investment Company to display fields specific to Investment Companies.
28	Investment Company Type	Pick List***	Indicate the subject company's type based on their last effective registration statement (except N-14). (See Rule 313(a) of Regulation S-T.)
29	Items	Pick List 8-K and 1-U Items	Identifies each reportable event declared in an 8-K or 1-U filing. If more than one applies, repeat the field for each event. See listing of item values and event definitions in Section 1, "8-K and 1-U Items," of the "How Do I Understand Automated Conformance Rules for EDGAR Data Fields" webpage on SEC.gov ( <a href="https://www.sec.gov/edgar/automated-conformance-rules">https://www.sec.gov/edgar/automated-conformance-rules</a> ). (field is one item selection for each entry).

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
29a	Fiscal Year	12/31 05/31	Identifies the new Company fiscal year end date mm/dd format. This field allows up to 5 characters. Item 5.03 Amendments to articles of Incorporation or Bylaws; Change in Fiscal Year requires you to enter the new Fiscal Year end date (mm/dd) in the Fiscal Year field.
29b	Item Submission Type	Pick List; 425 DEFA14A DFAN14A SC TO-C	Identifies an optional additional Submission Type that the 8-K submission simultaneously satisfies as an additional filing obligation under Rules 425, 14a-12, 14d-2(b), or 13e4(c). Items 1.01, 1.02, 2.01, 5.01, or 8.01 allow an optional field, Item Submission Type, to specify an additional Submission Type that the 8-K submission simultaneously satisfies as an additional filing obligation.
29c	Depositor 33 File Number	333-12345	SEC-supplied file number. Required when an 8-K is the 1 <sup>st</sup> filing for an Asset-Backed Security Issuing Entity and an Item 6.01 is specified. This field allows up to 17 characters.
30	Serial	Check Box	Used when an offering is made from an effective shelf registration statement and the offering relates to interests in a separate legal entity, such as a trust or partnership, that is distinct from the registrant. Used when applicable to submissions of form type 424B1, 424B2, 424B3, 424B4, 424B5, 424B7, 424B8, or 424H. This will initiate the generation of a new CIK for the serial company created by this filing.
30a	Serial Company Name	Small Co Ltd	Name of the serial company. If more than one, repeat the field. This field allows up to 150 characters. The name should be in conformed format. See conformance definitions in Volume I of the Filer Manual.
31	Is this an electronic copy of an official filing submitted in paper format?	Check Box	A confirming copy is not an official filing. This tag should be used only when the official filing was previously made on paper. When a confirming copy is sent, the File Number field is visible and mandatory for non-subject company filings. For subject company filings, the File Number field is mandatory and is located under the Subject Company label. If you are using EDGARLink Online, the field automatically appears when you activate the "Confirming Copy" check box.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
32	Group Members	John Smith Jane Doe	Identifies list of group member names or joint filers. Used with Williams Act filings when there is more than one member of a Williams Act group or where there are joint filers. The list should exclude the entity identified in the filer tags (there is only one filer). Each name must appear in a separate field.
33	Effectiveness Date	10-15-2000 or 10/15/2000 or 10 15 2000 or 15 Oct 2000 or 10/15/00 or OCT 15 2000	Filer requested effectiveness date that applies to all co-registrants in a co-registrant filing for certain Investment Company filings. Preferred order is month, day, and year, i.e., mmdyyy and EDGAR will convert your input. This field allows up to 20 characters. Use hyphen, slash, or space to separate numbers. This field will allow you to either enter a date or select a date using the calendar icon.
34	Depository	International Financial Corporation	Identifies the bank foreign filers deposited SEC filing fees. This field allows up to 50 characters.
35	Is Filer a Shell Company?	Pick List; Yes or No	Select Yes or No to indicate if company meets the shell company criteria: a company with no or nominal operations, and with no or nominal assets or assets consisting solely of cash and cash equivalents.
36	Is Filer a Well-Known Seasoned Issuer?	Pick List; Yes or No	Select Yes or No to indicate if primary registrant meets the well-known seasoned issuer criteria noted in Rule 405 of Regulation C under the Securities Act of 1933 [17 CFR 230.405].
37	Is Filer a New Registrant?	Pick List; Yes or No	Select Yes or No to indicate if the primary registrant has been registered or regulated under the Investment Company Act for less than 12 calendar months preceding this filing.
38	Filed Pursuant to General Instruction A.2?	Pick List; Yes or No	Select Yes or No to indicate if this form is a filing pursuant to General Instruction A.2.
39	Is Fund 24F-2 Eligible?	Pick List; Yes or No	Select Yes or No to indicate if the fund is 24F-2 eligible.



Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
40	Is Filer a Voluntary Filer?	Pick List; Yes or No	Select Yes or No to indicate if primary registrant (other than an investment company) is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.
41	Accelerated Filer Status	Pick List; Non-Accelerated Filer or Accelerated Filer or Large Accelerated Filer or Not Applicable	Indicates whether the primary registrant is a Large Accelerated Filer, Accelerated Filer, Non-Accelerated Filer, or Not Applicable. Indicate Not Applicable where the accelerated filer status is unknown for the filing period.
42	Is Fee Table/Exhibit included?	Pick List; Yes or No	Indicates a prospectus that contains a fee exhibit. This field is applicable to all filings where attaching the EX-FILING FEES document is optional, as noted in the "How Do I Understand Automated Conformance Rules for EDGAR Data Fields" webpage on SEC.gov ( <a href="https://www.sec.gov/edgar/automated-conformance-rules">https://www.sec.gov/edgar/automated-conformance-rules</a> ).
43	Is Filing Pursuant to Rule 163?	Check Box	Indicates that the communications are made under Rule 163.
44	Is Filing Pursuant to Rule 433?	Check Box	Indicates that the communications are made under Rule 433.
45	Is Filing First Filing of an Issuing Entity?	Check Box	Indicates that the Free Writing Prospectus is the first filing for an Asset-Backed Security Issuing Entity.
45a	Depositor CIK	1234567890	SEC supplied Depositor's CIK. Required when a Free Writing Prospectus is the 1 <sup>st</sup> filing for an Asset-Backed Security Issuing Entity. This field allows up to 10 characters.
45b	Depositor 33 File Number	333-12345	SEC-supplied file number. Required when a Free Writing Prospectus is the 1 <sup>st</sup> filing for an Asset-Backed Security Issuing Entity. This field allows up to 17 characters.
46	Smaller Reporting Company (Investment Companies may not select this option)	Check Box	Indicates that the company is a smaller reporting company with both a public float and revenues of less than \$75 million.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
47	Rule 13p-1	Check Box	<p>Indicates that an SD or SD/A submission is being made under Rule 13p-1. The filer is required to select at least one item under which the submission is being made: Item 1.01 or 1.02. (If both Items apply, select Items 1.01 and 1.02).</p> <p>Fields displayed upon selection of Items:</p> <p>Item 1.01:</p> <ul style="list-style-type: none"> <li>• Period</li> </ul> <p>Item 1.02:</p> <ul style="list-style-type: none"> <li>• Period</li> </ul> <p>Note: If you selected Item 1.02 on an SD or SD/A submission form type, then you must attach an EX-1.01 document type (in ASCII or HTML format) using the Documents tab.</p>
48	Rule 13q-1	Check Box	<p>Indicates that an SD or SD/A submission is being made under Rule 13q-1. The filer is required to also select Item 2.01.</p> <p>Fields displayed upon selection of Items:</p> <p>Item 2.01:</p> <ul style="list-style-type: none"> <li>• Period</li> </ul>

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
48a	Are you a resource extraction issuer controlled by another resource extraction issuer that has submitted a Form SD disclosing the information required by Item 2.01 for the controlled entity? If so, select "Yes." If not, select "No." If you select "No" you must include Exhibit 2.01.	Pick list; Yes or No	<p>Select "Yes" if the controlling entity filed Form SD reporting resource extraction data for your organization already.</p> <p>Select "No" if you are a resource extraction issuer that is not controlled by another resource extraction issuer or if your controlling entity did not file a Form SD disclosing the information required by Item 2.01 for the controlled entity.</p> <p>Note: If you selected Item 2.01 on an SD or SD/A submission form type and answered "No" to the question, then you must attach an EX-2.01 document type (in XBRL format) using the Documents tab. If you answered "Yes" EX-2.01 is optional. The filing will be suspended if there are any XBRL validation errors, regardless whether the answer to the question is "Yes" or "No."</p> <p>Exhibit 3.01 (Opinion of Counsel as required by Rule 13q-1(d)(1) or (2) (17 CFR 240.13q1(d)(1) or (2)) is optional and can be filed on an SD or SD/A submission form type when the filer is claiming an exemption from reporting.</p>
49	Sponsor CIK	1234567890	The CIK of the Sponsor who organizes and initiates an asset-backed securities transaction by selling or transferring assets to the issuing entity. This field allows up to 10 characters.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
50	ABS Asset Class	Pick List	<p>Asset class of the asset-backed securities. The values are:</p> <ul style="list-style-type: none"> <li>• Residential mortgages – Prime</li> <li>• Residential mortgages – Non-Prime</li> <li>• Residential mortgages – HELOC</li> <li>• Residential mortgages – Reverse Mortgages</li> <li>• Residential mortgages – Manufactured Housing</li> <li>• Residential mortgages – Other/Combined</li> <li>• Commercial mortgages</li> <li>• Auto loans</li> <li>• Auto leases</li> <li>• Equipment leases</li> <li>• Equipment loans</li> <li>• Student loans</li> <li>• Floorplan financings</li> <li>• Debt Securities</li> <li>• Resecuritization</li> <li>• Credit card</li> <li>• Other</li> </ul>
51	ABS Sub Asset Class	List Box	Identifies the ABS sub asset class for the asset-backed security.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
52	Rule 15Ga-1	Radio Button	<p>Indicates a submission is being made under Rule 15Ga-1. The filer is required to select under which item the submission is being made: 1.01, 1.02, or 1.03</p> <p>Fields displayed upon selection of Items:</p> <p>Item 1.01:</p> <ul style="list-style-type: none"> <li>Securitizer has no activity to report for the initial period pursuant to Rule 15Ga-1(c)(1)</li> </ul> <p>Item 1.02:</p> <ul style="list-style-type: none"> <li>Start Period</li> <li>End Period</li> <li>Has the Securitizer previously filed an ABS-15G under Item 1.01 for the same Asset Class as this report?</li> <li>File Number</li> <li>Securitizer has no activity to report for the quarterly period pursuant to Rule 15Ga-1(c)(2)(i)</li> <li>Securitizer has no activity to report for the annual period pursuant to Rule 15Ga-1(c)(2)(ii)</li> </ul> <p>Item 1.03:</p> <ul style="list-style-type: none"> <li>Not Applicable (N/A)</li> </ul>
52a	Securitizer has no activity to report for the initial period pursuant to Rule 15Ga-1(c)(1)	Pick list; Yes or No	Select Yes or No to indicate if the Securitizer has any activity to report for the initial period pursuant to Rule 15Ga-1(c)(1).
52b	Has the Securitizer previously filed an ABS-15G under Item 1.01 for the same Asset Class as this report?	Pick list; Yes or No	Select Yes or No to indicate if the Securitizer has previously filed an ABS-15G under Item 1.01 for the same Asset Class as this report.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
52c	File Number	025-00000-1	<p>If the answer to 'Has the Securitizer previously filed an ABS-15G under Item 1.01 for the same Asset Class as this report?' is 'Yes', you are required to enter the SEC supplied file number. This field allows up to 17 characters, and only one file number is allowed for each registrant. The valid prefix for the file number is 025-.</p> <p>If the answer to 'Has the Securitizer previously filed an ABS-15G under Item 1.01 for the same Asset Class as this report?' is 'No', then the system will generate a new "025-" file number, and assign that number to the filing.</p>
52d	Securitizer has no activity to report for the quarterly period pursuant to Rule 15Ga-1(c)(2)(i)	Pick list; Yes or No	Select Yes or No to indicate if the Securitizer has any activity to report for the quarterly period pursuant to Rule 15Ga-1(c)(2)(i).
52e	Securitizer has no activity to report for the annual period pursuant to Rule 15Ga-1(c)(2)(ii)	Pick list; Yes or No	Select Yes or No to indicate if the Securitizer has any activity to report for the annual period pursuant to Rule 15Ga-1(c)(2)(ii).

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
53	Rule 15Ga-2	Radio Button	<p>Indicates a submission is being made under Rule 15Ga-2. The filer is required to select the item under which the submission is being made: 2.01 or 2.02.</p> <p>Fields displayed upon selection of Items:</p> <p><b>Item 2.01 - Registered Entity:</b></p> <ul style="list-style-type: none"> <li>• Period</li> <li>• Does Securitizer have a CIK?</li> <li>• Securitizer CIK</li> <li>• Has the Securitizer already been assigned a file number with a "025-" prefix?</li> <li>• File Number of Securitizer</li> <li>• Depositor CIK</li> <li>• Filer Number of Depositor</li> <li>• Issuing Entity CIK</li> <li>• Does the Issuing Entity have a file number for the Prospectus filing?</li> <li>• File Number of Issuing Entity</li> </ul> <p><b>Item 2.01 - Unregistered Entity:</b></p> <ul style="list-style-type: none"> <li>• Period</li> <li>• Does Securitizer have a CIK?</li> <li>• Securitizer CIK</li> <li>• Has the Securitizer already been assigned a file number with a "025-" prefix?</li> <li>• File Number of Securitizer</li> <li>• Depositor CIK</li> <li>• Issuing Entity Name</li> </ul> <p><b>Item 2.02 - Registered Entity:</b></p> <ul style="list-style-type: none"> <li>• Period</li> <li>• Does Securitizer have a CIK?</li> <li>• Securitizer CIK</li> <li>• Has the Securitizer already been assigned a file number with a "025-" prefix?</li> <li>• File Number of Securitizer</li> <li>• Depositor CIK</li> <li>• Filer Number of Depositor</li> <li>• Issuing Entity CIK</li> </ul>

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
	Rule 15Ga-2	Radio Button	<ul style="list-style-type: none"> <li>• Does the Issuing Entity have a file number for the Prospectus filing?</li> <li>• File Number of Issuing Entity</li> <li>• Underwriter CIK</li> </ul> <b>Item 2.02 - Unregistered Entity:</b> <ul style="list-style-type: none"> <li>• Period</li> <li>• Does Securitizer have a CIK?</li> <li>• Securitizer CIK</li> <li>• Has the Securitizer already been assigned a file number with a “025-” prefix?</li> <li>• File Number of Securitizer</li> <li>• Depositor CIK</li> <li>• Issuing Entity Name</li> <li>• Underwriter CIK</li> </ul>
53a	Period	12-31-2000 or Dec 31 2000 or 12/31/00	End date of reporting or period of filing: date formats entered will be converted to the EDGAR preferred format mm-dd-yyyy. The date must be between 01-01-1980 and 12-31-2050 and a future date is not allowed for this field. Refer to Section 5, “Period,” of the “How Do I Understand Automated Conformance Rules for EDGAR Data Fields” webpage on SEC.gov for information regarding which forms will allow you to use future dates in the Period field ( <a href="https://www.sec.gov/edgar/automated-conformance-rules">https://www.sec.gov/edgar/automated-conformance-rules</a> ). This field will allow you to either enter a date or select a date using the calendar icon.
53b	Does Securitizer have a CIK?	Pick list; Yes or No	Select Yes or No to indicate if the Securitizer has a CIK.
53c	Securitizer CIK	1234567890	If the answer to ‘Does Securitizer have a CIK?’ is ‘Yes’, you are required to enter the SEC supplied CIK for the Securitizer. This field allows up to 10 characters.
53d	Has the Securitizer already been assigned a file number with a “025-” prefix?	Pick list; Yes or No	Select Yes or No to indicate if the Securitizer already has already been assigned a file number.



Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
53e	File Number of Securitizer	025-12345	If the answer to 'Has the Securitizer already been assigned a file number with a "025-" prefix?' is 'Yes', you are required to enter the SEC supplied file number of the Securitizer. This field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and fields are separated with a hyphen. Valid prefix for submission types ABS-15G and ABS-15G/A is 025-.
53f	Depositor CIK	1234567890	SEC supplied CIK for the Depositor. This field allows up to 10 characters.
53g	File Number of Depositor	333-12345, 001-12345	The SEC supplied file number of the Depositor. If registered (selected "Item 2.01 - Registered Entity" or "Item 2.02 - Registered Entity" for Rule 15Ga-2), include the file number of the Registration Statement to which this form relates. This field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and fields are separated with a hyphen. Valid prefixes for submission types ABS-15G and ABS-15G/A are 001- and 333-.
53h	Issuing Entity CIK	1234567890	SEC supplied CIK for the Issuing Entity. This field allows up to 10 characters.
53i	Issuing Entity Name	Small Ltd	Name of the Issuing Entity associated with the filing. This field allows up to 150 characters.
53j	Does the Issuing Entity have a file number for the Prospectus filing?	Pick list; Yes or No	Select Yes or No to indicate if the Issuing Entity has a file number for the Prospectus filing.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
53k	File Number of Issuing Entity	333-12345, 001-12345	If the answer to 'Does the Issuing Entity have a file number for the Prospectus filing?' is 'Yes', you are required to enter the SEC supplied file number of the Issuing Entity. If registered (selected "Item 2.01 - Registered Entity" or "Item 2.02 - Registered Entity" for Rule 15Ga-2), include the file number of the Prospectus filing to which this form relates. This field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and fields are separated with a hyphen. Valid prefixes for submission types ABS-15G and ABS-15G/A are 001- and 333-.
53l	Underwriter CIK	1234567890	If you selected "Item 2.02 - Registered Entity" or "Item 2.02 - Unregistered Entity" for Rule 15Ga-2), then you are required to enter the SEC supplied CIK of the Underwriter. This field allows up to 10 characters.
54	Accession Number	0000000000-12-000191	Refers to the Accession number of the submission type that the filer is amending or referencing. This field allows up to 20 characters.  Submission form types NPORT-EX and NPORT-EX/A allow filers to provide multiple Accession numbers.
55	Emerging Growth Company	Pick List; Yes or No	Select Yes or No to indicate if primary registrant meets the emerging growth company criteria.
55a	Elected not to use the extended transition period for complying with any new or revised financial accounting standards	Pick List; Yes or No	Select Yes or No to indicate if primary registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards. If the primary registrant indicated "Yes" for "Emerging Growth Company" in Field 52, it must indicate "yes" or "no" in field 52a.
56	Exchange CIK	1234567890	SEC-supplied CIK for an Exchange. This field allows up to 10 characters. This field is only applicable for submission form type CERT.
57	Exchange CCC	x21234@1	SEC-supplied CCC for an Exchange (8 characters, at least one of which must be a numeral, and at least one must be @, #, \$, or *; case-sensitive). This field is only applicable for submission form type CERT.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
58	Registrant CIK	1234567890	SEC-supplied CIK for the registrant company being added to that Exchange. This field allows up to 10 characters. This field is only applicable for submission form type CERT.
59	Is this a Combined 10-D/ABS-EE filing?	Pick List; Yes or No	Select Yes or No to indicate if a Form 10-D filing will be combined with a Form ABS-EE in a single submission. If you indicate "Yes," you must complete fields 56a through 56c.
59a	ABS-EE Start Period	Date Picker; 01-01-1980	Required if you select "Yes" for either the "Is this a Combined 10-D/ABS-EE filing?" field or the "Amending a previously filed Combined 10-D/ABS-EE filing?" field. Start date of report or period of filing. Date value should be between 01-01-1980 and 12-31-2050. No future date is allowed. The Start Period cannot have the same value as the End Period.
59b	ABS-EE End Period	Date Picker; 12-31-2050	Required if you select "Yes" for either the "Is this a Combined 10-D/ABS-EE filing?" field or the "Amending a previously filed Combined 10-D/ABS-EE filing?" field. End date of report or period of filing. Date value should be between 01-01-1980 and 12-31-2050. Future date is allowed. The date entered has to be later than the date entered in Start Period field. The value for the "ABS-EE End Period" will be shared with the 10-D submission as part of a combined submission.
59c	ABS-EE File Number	005-00000	Required if you select "Yes" for either the "Is this a Combined 10-D/ABS-EE filing?" field or the "Amending a previously filed Combined 10-D/ABS-EE filing?" field. SEC file number used under subject company for confirming copies and other specific submission types. This field allows up to 17 characters.
59d	ABS-EE Co-Reg CIK	1234567890	Appears only if you select "Yes" for either the "Is this a Combined 10-D/ABS-EE filing?" field or the "Amending a previously filed Combined 10-D/ABS-EE filing?" field. A Co-Reg CIK provided here is for the ABS-EE portion of the combined submission, and can be different from a Co-Reg CIK provided for the 10-D portion of a combined submission. If a value is provided, then you must complete fields 56e and 56f.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
59e	ABS-EE Co-Reg CCC	x21234@1	Appears only if you select “Yes” for either the “Is this a Combined 10-D/ABS-EE filing?” field or the “Amending a previously filed Combined 10-D/ABS-EE filing?” field. The CCC for a registrant associated with the ABS-EE portion of the combined submission. (8 characters, at least one of which must be a numeral and at least one must be @, #, \$, or *). It is case-sensitive. Required only if you provide a value for 56d.
59f	ABS-EE Co-Reg File Number	333-00000-1111	Appears only if you select “Yes” for either the “Is this a Combined 10-D/ABS-EE filing?” field or the “Amending a previously filed Combined 10-D/ABS-EE filing?” field. SEC-supplied file number. Required for amendments to 1933 Act registration statements and with specific form types. This field allows up to 17 characters. When adding a new co-registrant to an amendment, you must type “NEW” in the ABS-EE File Number field of the new co-registrant. Required only if you provide a value for 56d.
60	Amending a previously filed Combined 10-D/ABS-EE filing?	Pick List; Yes or No	Select Yes or No to indicate if the Form 10-D/A filing will be combined with a Form ABS-EE/A in a single submission. If you indicate “Yes,” you must complete fields 56a through 56c, and 57a.
60a	ABS-EE Accession Number	0000000000-12-000191	Required if you select “Yes” for the “Amending a previously filed Combined 10-D/ABS-EE filing?” field. Refers to the Accession number of the ABS-EE submission type that the filer is amending. This field allows up to 20 characters.

\*These fields are read-only. You do not need to enter information: EDGARLink Online automatically fills these fields.

\*\*The values on the Form Type pick list are:

- S-1
- S-3
- S-1/A
- S-3/A
- S-1MEF
- S-3MEF

\*\*\*The values on the Investment Company Type pick list are:

- Form N-1A Filer (Mutual Fund)
- Form N-1 Filer (Open-End Separate Account with No Variable Annuities)
- Form N-2 Filer (Closed-End Investment Company)
- Form N-3 Filer (Separate Account Registered as Open-End Management Investment Company)
- Form N-4 Filer (Variable Annuity UIT Separate Account)
- Form N-5 Filer (Small Business Investment Company)
- Form N-6 Filer (Variable Life UIT Separate Account)
- Form S-1 or S-3 Filer (Face Amount Certificate Company)
- Form S-6 Filer (UIT, Non-Insurance Product)

Note: “Form N-4 Filer” also includes registered non-variable annuities.

### 7.3.3.3 Test and Live Filings

If you want to submit a test filing through EDGARLink Online, you have to set the “TEST” radio button on the Main page. EDGAR treats the submission as a test and it will not be disseminated.

**WARNING:** (1) If you want your submission to be live, you must use the “LIVE” radio button: Acceptance processing and public dissemination is an automated process that takes place immediately upon receipt of live filings. Public portions of a live filing are immediately disseminated to the public.

(2) If you use the “TEST” radio button, the filing is not an official filing. If you intended to submit a live filing, you must change the radio button to “LIVE” and transmit the submission.

### 7.3.3.4 Filing on Behalf of More than One Entity

When a registration statement is made on behalf of more than one entity, you must include the co-registrant CIK and CCC for each entity in the Main page in the fields provided.

**Caution:** All co-registrant filings must apply to the same Act(s). Only registrants identified in the Filer CIK field as the filer in the original registration can be part of the submission of an amendment.

**Note:** A maximum of 999 co-registrants is acceptable per submission. Co-registrants in excess of this number must be split into multiple submissions.

When a submission requires Series and Classes, EDGARLink Online will prevent you from transmitting the submission if the filing does not include at least one valid Series and Class ID:

- For the registrant.
- For each existing co-registrant.

When a filing involves a single registration statement under the 1933 Act filed on behalf of more than one registrant (co-registrants), you must add a CIK and CCC field for each registrant on the

Main page. If the filing is an amendment to the registration statement, you must include the File Number for each registrant. If you are adding a new co-registrant to an amendment, you must type “NEW” in the File Number field of the new co-registrant.

The following table lists form types that can be combined within a single filing for the primary registrant and co-registrant(s) when the submission type is S-1, S-3, S-1/A, S-3/A, S-1MEF, or S-3MEF.

When the submission type is:	Then the form type can only be used to refer to:
S-1	S-1 or S-3
S-3	S-3 or S-1
S-1/A	S-1/A or S-3/A
S-3/A	S-3/A or S-1/A
S-1MEF	S-1MEF or S-3MEF
S-3MEF	S-3MEF or S-1MEF

See Section 7.4, “Validating Your Submission,” for details of all submission types that can be combined, either with multiple registrants or a single registrant.

### 7.3.4 The EDGARLink Online Attached Documents List Page

The Attached Documents List page will list your documents after you attach them, and is designed similarly to the Main page, in that there are fields, check boxes, and buttons that assist you in entering descriptions about your documents, validating your documents, and navigating from one screen to another.

#### 7.3.4.1 Attached Documents List Page Fields

On the Attached Documents List page, the File Name field is automatically entered when you attach a document; see Section 7.3.4.4, “Attaching a Document.” The Type field provides you with a list of document types you can attach such as: Cover, Correspondence, Graphic, EU-1, and exhibits. The Description field (which is optional) is used to enter a description for the document up to 255 characters in length. You can attach as many documents as you would like; see Section 7.3.4.5, “Attaching Multiple Documents.” Clicking the check box next to the File Name field will automatically select all attachments for this submission. Corresponding to each attached document is a check box, which when selected indicates which attachment to process when one of the tab functions is chosen (for eg. Delete Document, View Document, etc). You can validate the attachment for errors by selecting the check box corresponding to the attachment and clicking the [Doc Validation] button; see Section 7.4.2, “Document Validation.” If errors are found after Doc validation is performed, EDGARLink Online displays the number of errors in the Errors field.

Another field on the page is the Document Count field. This field automatically inserts the number of submission documents you attach to the submission. EDGARLink Online automatically calculates this number based on the number of submission documents you attach. For more information on attaching submission documents; see Section 7.3.4.4, “Attaching a Document.”

Filers can attach an exhibit of Type “EX-FILING FEES” in Inline XBRL format to the 72 fee-bearing submission types on the Documents tab. To construct the EX-FILING FEES within EDGAR using FEPT, filers must select the “Attach Inline XBRL Filing Fee exhibit?” check box displayed under the “Document Count” field. The “Fee Exhibit Preparation Tool” hyperlink and the “Payor Info” tab are displayed on the EDGARLink Online interface replacing the fee header tabs “Fee Offsets” and “Offerings & Fees.” Refer to the section “Accessing FEPT” in the EDGAR Filing Fee Interface Courtesy Guide available at (<https://www.sec.gov/files/edgar/filing-fee-interface-guide.pdf>) for further information.

An additional field available on submission form types SDR-CCO, SDR-CCO/A, SBSEF, SBSEF/A, SBSEF-CCO-RPT, SBSEF-CCO-RPT/A, SBSEF-FIN-QTR, SBSEF-FIN-QTR/A, SBSEF-FIN-REQ, and SBSEF-FIN-REQ/A is the “Request Confidentiality” check box. The “Request Confidentiality” check box allows applicants to request confidential treatment for each attached document. By default, the “Request Confidentiality” check box will not be selected and confidential treatment is waived.

Table 7-2: Information Fields Available on Documents Page lists all the fields available on the Documents List page.

**Table 7-2: Information Fields Available on Documents Page**

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
60	Document Count**	1	Number of documents included in the submission.
61	File Name**	r10q99.txt	The file name of the document you attach. The file name is automatically inserted from the Attach window.
62	Module or Segment Name*	Opinion 1	The name of the module or segment currently stored on EDGAR.
63	Master Seg CIK*	1234567890	The CIK of the filer for the master segment, the submission you are attaching the segment to.
64	Related Form	Pick List; 10-D	Appears only if you select “Yes” for either the “Is this a Combined 10-D/ABS-EE filing?” field or the “Amending a previously filed Combined 10-D/ABS-EE filing?” field on the Main Page. On a combined submission, indicates to EDGAR whether an uploaded attachment belongs to the 10-D primary submission or the secondary ABS-EE submission. This holds true for a combined 10-D/A and ABS-EE/A submission.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
65	Type	Pick List; 10-Q	Indicates to EDGAR the type of document being attached. This field assists EDGAR in keeping public and non-public documents separated. Optionally, you can click the Pen icon to add a decimal point (.) after the last character of the document type value and include up to 20 characters in the Type field. For example, 10-Q.primary
66	Description	2000 Quarterly Report	Is not a required field. We do ask that you describe the document, graphic, or exhibit you are attaching. This field allows a maximum of 255 characters.
67	Errors**	Link	Displays the number of errors in the attached document. Filer can click the link to view the errors.
68***	Request Confidentiality	Check Box	Allows applicants to request confidential treatment for attached documents.

\* These fields appear in the Module/Segment submission only.

\*\* These fields are read-only: you do not need to enter information. EDGARLink Online automatically fills these fields.

\*\*\* This field appears only on submission form types SDR-CCO, SDR-CCO/A, SBSEF, SBSEF/A, SBSEF-CCO-RPT, SBSEF-CCO-RPT/A, SBSEF-FIN-QTR, SBSEF-FIN-QTR/A, SBSEF-FIN-REQ, and SBSEF-FIN-REQ/A.

Type 1 and 2 modules and segments must have unique file names and unique module and segment names.

**Note:** When you assemble a submission that includes multiple documents, i.e., correspondence, cover letter, etc., EDGARLink Online updates the File Name fields automatically when you attach additional documents. When you incorporate segments and modules, these values represent the number of documents that will be contained in the submission after final assembly.

#### 7.3.4.2 Document Count

Although this field is read-only and EDGARLink Online automatically fills in this field, there are limitations on its value. Please use the following guidelines when adding a document to a filing.

A submission may include a maximum of 612 documents in the following combinations:

- At least one (1) primary submission document\*
- Up to ten (10) cover letters (document type “COVER”)
- Up to one hundred (100) correspondence documents (document type “CORRESP”)
- Up to five hundred (500) exhibits/graphics files (document type “EX\_\_”)\*\*



- One (1) EU-1
  - \* The primary document must include the primary filing; exhibits must be included in separate exhibit documents appropriately labeled.
  - \*\* For appropriate labels for exhibits, please see the “How Do I Understand EDGARLink Online Submission Types” webpage on SEC.gov to find more information and/or the relevant rule or form requirements (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/understand-edgarlink-online-submission-types>).

### **7.3.4.3 Submission Documents**

In previous sections, we discussed preparing the documents that you are including in your submission. The documents supported include: ASCII, HTML, PDF, XBRL, and \*.jpg/\*.gif graphics only. In text documents, lines cannot be more than 80 characters wide, unless in a table that is no more than 132 characters wide, and no special characters. When you prepare your documents using EDGARLink Online, you no longer include Header or Document tags. EDGARLink Online automatically takes care of that for you.

### **7.3.4.4 Attaching a Document**

Once you have prepared your submission document, correspondence, or cover letter, you can include it in your submission by using EDGARLink Online. This procedure assumes you have a submission open and a submission document prepared:

1. Click the Documents tab.
2. The Attached Documents List page appears.
3. Click the [Add Document] button.
4. EDGARLink Online displays the Attachment Selection and Upload window.

To attach multiple documents to a submission you can select multiple files in the browser window before selecting the [Open] button.

5. Click the [Browse] button. The Choose file window appears. Open the location of your documents using the Look in: field.
  - Click the down button in the right hand side of the field.
  - Select the folder you want to open by clicking it.
  - The folder structure appears in the window with the subdirectories and files. Double click the subdirectory folders until your submission file appears.
6. Click once on the file you want to attach; it could be a document, graphic, or PDF file.
7. Click the [Open] button. The file you selected appears in the Attached Documents List page.

#### 7.3.4.5 Attaching Multiple Documents

While creating a submission, there are occasions where you will attach more than one document, for instance a cover letter, correspondence, a revised submission document, and a PDF version of your submission document. In order for EDGAR to divide documents into public and private documents, each of these documents should be listed individually on the Attached Documents List page rather than compiled into one document. To attach multiple documents, follow the same procedures as attaching a single document. This creates additional lines in the document list:

- Press the [Shift] key to select a list of documents.
- Press the [Ctrl] key to select more than one document in a list.

#### 7.3.4.6 Requesting Confidential Treatment for Attached Documents

Applicants can request confidential treatment for each attached document on submission form types SDR-CCO, SDR-CCO/A, SBSEF, SBSEF/A, SBSEF-CCO-RPT, SBSEF-CCO-RPT/A, SBSEF-FIN-QTR, SBSEF-FIN-QTR/A, SBSEF-FIN-REQ, and SBSEF-FIN-REQ/A. SEC staff will review the submission and make a determination of whether the document attachment for which confidential treatment is requested should be made public. EDGAR will disseminate only the attached documents of the SDR-CCO and SDR-CCO/A submission that SEC staff has determined to be public. See section 7.2.38.2 for information regarding Form SBSEF confidentiality requests.

To request confidential treatment for attached document types:

1. Follow the steps 1 -7 described in Section 7.3.4.4 to attach a document.
2. Select the type of document from the “Type” drop down list.
3. Enter a description for the attached document in the Description field. This field is optional and allows a maximum of 255 characters.
4. Select the “Request Confidentiality,” or “Confidentiality Requested,” check box for the document you want to request confidential treatment.

**Note:** By default, the check box will not be selected for each attached document.

#### 7.3.4.7 Organizing Documents

EDGARLink Online has added a new feature on the Attached Documents List page. After you attach your documents and the file names appear in the File Name field, you can organize the document names on the Attached Documents List page. EDGARLink Online has two additional buttons on this page: [Move Doc Up] and [Move Doc Down].

To move a document up the list:

1. Select the check box next to the File Name field for the document you want to move.
2. Click the [Move Doc Up] button.

To move a document down the list:

1. Select the check box next to the File Name field for the document you want to move.

2. Click the [Move Doc Down] button.

**Note:** This organization function moves the documents only until they are either at the top or bottom of the list.

#### **7.3.4.8 Correcting a Document**

If errors are found after validation is performed, EDGARLink Online displays the number of errors in the Errors field on the Attached Documents List page. You can click the value in the Errors field of each validated document to view the validation errors, if any. To ensure your changes are reflected in future submissions, you should use the original application (e.g., word processor) to correct the errors, save the document, and re-attach your submission documents.

#### **7.3.4.9 Removing a Document**

As you are preparing your submission, you may need to detach or delete a document from your submission. The process to remove a document from your submission is as easy as attaching a document:

1. Select the check box next to the File Name field for the document you want to remove.
2. Click the [Delete Document] button.

EDGARLink Online prompts you to confirm that you want to remove your document. If you click [Yes], then EDGAR removes the document from your submission. You can use this process if the file contains errors when you validate your document.

#### **7.3.4.10 Replacing a Document**

Rather than removing an incorrect document, you can re-attach a corrected version of the document with the same name:

1. Click the [Add Document] button.
2. Click the [Attach] button.
3. Choose the corrected submission document and click the [Open] button.

EDGARLink Online warns you that the file(s) is already attached, and asks if you would like to replace the selected file(s).

4. Click the [Yes] button if you want to replace it.

EDGARLink Online then replaces the document in your submission.

#### **7.3.4.11 Viewing a Document**

Once you have attached a document, you may want to view the document's text:

1. Select the check box next to the File Name field for the document you want to view.
2. Click the [View Document] button.
3. The attached document appears. From here you can review your document by

- scrolling through it or printing a copy.
4. To return to your submission close the viewer window.
  5. If you have multiple documents attached in your submission, you will have to choose which documents you want to view. You can only view one document at a time.

#### **7.3.4.12 Printing Documents**

Before you transmit your submission, you might want to print your submission document. You can do this using EDGARLink Online:

1. Display your submission document, as described above.
2. Use the browser's print feature to send your document to your printer.

#### **7.3.5 The EDGARLink Online Notification Information Page**

EDGARLink Online allows you to notify multiple e-mail addresses of the status of your EDGAR submission. You can add these additional addresses on the Notification Information page. They will receive acceptance/suspense messages for both Live and Test filings.

If you need to change your default notification address, you can change it on the EDGAR Filing Website using the "Retrieve/Edit Data" option. Table 7-3 contains the fields available on the Notification page.

**Table 7-3: Information Fields Available on Notification Information Page**

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
69	Internet Notification Address	Jsmith@xyz.com	Identifies Internet User IDs that are to receive submission acceptance or suspense messages. Cannot be used to request Return Copies. This field must be in standard Internet address format, including exactly one "@" character and all necessary "." Characters; only EDGAR acceptable characters are allowed in the address; each address may be up to eighty (80) characters long.
70	Notify via Filing website Only	Check Box	For a filer who wants only to download their notifications from the EDGAR Filing Website. This is suggested if you are transmitting a filing after 5:30 P.M.

### **7.3.5.1 Adding Notification Addresses**

Place your additional notification e-mail addresses on the Notification Information page:

1. From your open submission, click the Notifications tab.
2. The Notification Information page appears.
3. Enter the additional Internet e-mail address in the Internet Notification Address field. Click the [Add] button.

**Note:** If there are additional Internet e-mail addresses that you want to enter click the [Add] button. You are allowed to add as many e-mail addresses as you would like.

### **7.3.5.2 Removing Notification Addresses**

As you are preparing your submission, you may need to remove or delete an internet notification address from your submission. The process to remove an internet notification address from your submission is as easy as adding a notification address:

1. From your open submission, click the Notifications tab.
2. Select the check box next to the Internet Notification Address field for the notification addresses you want to remove.
3. Click the [Delete] button.

EDGARLink Online prompts you to confirm that you want to remove your notification addresses. If you click [Yes], then EDGAR removes the Internet Notification Addresses from your submission.

### **7.3.6 The EDGARLink Online Module/Segment Page**

A module or segment is information that is stored on the non-public data storage area of EDGAR. Information about creating module and segment documents is covered in Section 5.3, "Preparing or Referencing Module and Segment Documents." Also included in this section is

information on including references to Type 1 modules and segments in other filing documents. Before using either Type 1 or Type 2 modules/segments in a filing, you must submit them so that they reside on the non-public data storage. The submission of these documents is outlined in Section 7.3.11, “Module and Segment Submissions.” Information on managing your modules and segments while they are in the private storage area is covered in the “Retrieve Module/Segment Information” webpage on SEC.gov at (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/determine-status-my-filing#section6>).

This section will tell you how to add Type 2 module and segment documents as you prepare your submission. When you add these documents, EDGARLink Online automatically inserts the reference in your submission, retrieves the document from the non-public storage area, and places the documents at the end of the submission. To add Type 2 module/segment documents to a submission on the EDGARLink Online Main Page, click the Module/Segment tab. The Referenced Module/Segment List Page will appear. You can use this screen to add the documents. Fields on the page will be based on whether the document you are adding is a module or segment. If you select the “M” check box, both the CIK and CCC fields are enabled. If you select the “S” check box the entry boxes under the CIK and CCC will disappear.

Table 7-4: Information Fields Available on the Referenced Module/Segment List Page contains the fields available on the Referenced Module/Segment List page. It will help you correctly complete the fields on this page by defining the content of each field and giving an example.

**Table 7-4: Information Fields Available on the Referenced Module/Segment List Page**

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
71	M/S	Check box	Identifies the reference as a (M)odule or (S)egment.
72	Module/Segment Name	OPINION 1	Identifies the name of the Type 2 module or segment currently residing on EDGAR that you are including in your submission.
73	CIK	12345687890	Identifies the primary owner of the Type 2 module you reference in your submission.
74	CCC	x21234@1	Identifies the CCC of the primary owner of the Type 2 module you reference in your submission.
75	Type	Pick List; EX-1	Identifies the document type of module or segment you are referencing.

### 7.3.6.1 Referencing Your Module or Segment Document

When you reference Type 1 modules and segments (partial documents) in your submission, you should make reference inside your submission document to a Type 1 module or segment currently residing on the EDGAR system.

Type 1 and 2 modules and segments should have unique file names and module and segment names.

You reference your Type 2 modules in EDGARLink Online on the Referenced Module/Segment

List page. When EDGAR processes your submission, the module (or segment) residing on the system is automatically attached to the bottom of the submission.

When you reference Type 2 modules and segments (one complete document), EDGARLink Online automatically inserts the reference in your submission. The following sections describe how to reference Type 2 modules and segments.

### **7.3.6.2 Including Type 2 Modules in Your Submission**

These instructions assume that EDGAR has previously accepted your module:

1. Click the Module/Segment tab. The Referenced Module/Segment List page appears.
2. Select the “M” check box. The CIK and CCC fields are enabled.
3. Enter the module name (not the module file name) in the Module/Segment field.
4. Enter the CIK and CCC of the filer whose module you are placing within your submission. EDGARLink Online will validate the CIK and CCC pair to ensure it is correct.
5. Select the document type of your module in the Type field:
  - Click the down button.
  - Scroll until you see the module document type.
  - Click the document type to enter it in to this field.

If the referenced module does not exist on EDGAR, your submission will be suspended.

### **7.3.6.3 Including Type 2 Segments in Your Submission**

These instructions assume that EDGAR has previously accepted your segment:

1. Click the Module/Segment tab. The Referenced Module/Segment List page appears.
2. Select “S” for the M S field.
3. Enter the segment name (not the segment file name) in the Module/Segment Name field.
4. Select the document type of your segment in the Type field:
  - Click the down button.
  - Scroll until you see the segment document type. If your document is a cover letter or correspondence, be sure it is correctly marked.
  - Click the document type to enter it in to this field.

**IMPORTANT:** If your document is a cover letter or correspondence, be sure to give it the correct type. Otherwise it will be disseminated immediately to the public.

If the referenced segment does not exist on EDGAR, your submission will be suspended.

### **7.3.6.4 Errors in Segments**

EDGAR validates segments at the time you submit them. If a segment contains errors, EDGAR reports those errors to you and/or your filing agent.

If a transmitted Type 1 or 2 segment contains only white space (is blank), EDGAR will suspend the entire submission.

If an error arises when the EDGAR system attempts to combine segments, or if EDGAR detects an error in the master segment, EDGAR will suspend the filing. The expiration dates of subordinate segments referenced in the master segment are extended six business days from the day of suspension of the master segment.

When EDGAR detects an error in a subordinate segment, the segment is not accepted and you must re-submit the corrected subordinate segment.

Note: EDGARLink Online will raise an error when it is error-checking a master segment with Type 2 segment references and it cannot find the segment referenced. This error will not occur if all subordinate segments are present on EDGAR when the master segment is filed and the document count accounts for all documents in the assembled filing.

### **7.3.7 The EDGARLink Online Series/Classes (Contracts) Information Page**

Refer to Rule 313 of Regulation S-T [17 CFR 232.313] for the substantive rule requirements underlying the functions of this page.

The Series/Classes tab will appear on the Main Page based on responses to information on the Main Page. The answers that trigger the display of the Series/Classes tab may include the following:

- When the form type can includes series and class (contract) information,
- When the filer has selected an option from the Filer Investment Company Type pick list on the Main page.
- When the Filer Investment Company type selected is an S/C type, listed below:
  - Form N-1A (Mutual Fund)
  - Form N-3 (Separate Account registered as Open-End Management Investment Company)
  - Form N-4 (Variable Annuity UIT Separate Account)
  - Form N-6 (Variable Life UIT Separate Account)

Note: “Form N-4 Filer” also includes registered non-variable annuities.

The filer may click the Series/Classes tab on the Main Page to access the Series /Classes (Contracts) Information Page. This page is used to add series and class (contract) information to a filing.

This page is used for three purposes:

- Indicating existing series and class (contract) identifiers on behalf of which a filing is being made (“Existing” radio button)
- Adding new series and class (contract) names on behalf of which a filing is being made (“Adding New” radio button)
- Provide identifying information on series and classes (contracts) that are parties to a merger (“Merging” radio button)



The page is first displayed with the “Adding New” radio button selected. Selecting the “Existing” radio button will change the fields displayed on the form. The submission form type will determine which of the fields and buttons are available. For example, the N-14 submission form type will display the “Merging” radio button, while the 485APOS form type will display the “Existing” and “Adding New” radio buttons. In addition to the radio buttons being dependant on the form type, the fields available will depend on the Investment Company Type. For example, an N-1A filer will be asked for both series and class (contract) information, while the N-6 filer will not enter series information but will be asked instead for class (contract) information.

Filers have a duty to update and keep current existing series and class (contract) information. See Rule 313(a) (1) and (2) of Regulation S-T. Filers can update information via the Series and Classes (Contracts) Information page accessible on the EDGAR Filing Website. See EDGAR Filer Manual, Volume I for more information. Use the Series and Classes (Contracts) Information page for the following:

- Series and class (contract) name changes and adding ticker information after the ticker has been received from the exchange.
- In the case of a merger, the filer must use the page to set the status of series and classes (contracts) to Merge after a merger becomes effective.
- Set the status of series and classes (contracts) to Inactive after all required filings have been made for the series or class (contract).

#### **7.3.7.1 EDGAR Submission Form Types with Investment Company Type and the Series/Classes (Contracts) Information Page**

For those EDGAR submission types identified in this filer manual, filers must include all series and/or class (or contract) identifiers of each series and or class (or contract) on behalf of which a filing is made. See Rule 313(a)(3) of Regulation S-T.

EDGARLink Online is programmed to help the filer by asking questions only when appropriate. Questions on the Investment Company Type and/or series and classes (contracts) information will be based on the form type. On registration statements and certain amendments, the Investment Company Type of the primary registrant is determined based on the EDGAR submission form type.

Thus on the Main Page for registrations and certain amendments, the pick-list for Investment Company Type shows the IC type and all other values are grayed-out. Filers may not change the IC type on these form types: N-1A, N-1A/A, N-2, N-2/A, N-2MEF, N-2ASR, N-2 POSASR, N-3, N-3/A, N-4, N-4/A, N-5, N-5/A, N-6, N-6/A, S-1, S-1/A, S-3, S-3/A, S-6, S-6/A.

Other form types for Investment Companies are filed by the primary registrant but are not registrations and pre-effective amendments. These include: 485APOS, 485BPOS, 485BXT, 497, 497AD, 497J, 497K, 497VPI, 497VPSUB, 497VPU, N-VP, N-VP/A, N-VPFS, N-VPFS/A, DEF 14A, DEF 14C, DEFA14A, DEFA14C, DEFM14A, DEFM14C, DEFR14A, DEFR14C, N-14, N-14/A, N-30B-2, N-30D, N-30D/A, N-CSR, N-CSR/A, N-CSRS, N-CSRS/A, N-RN, N-RN/A, NT-NCSR/A, POS AMI, PRE 14A, PRE 14C, PREM14A, PREM14C, PRER14A, and PRER14C.

On these EDGAR submission form types, a pick-list is provided for the Investment Company

Type of the primary registrant. On most of these form types, Series and classes (contracts) identifiers might also be required in the submission.

These EDGAR submission form types are for registrant and non-registrant third party filers making proxy filings with respect to subject investment companies. On these EDGAR submission form types, an Investment Company type pick-list defines the IC type of the subject company. Series and classes (contracts) identifiers might be required, depending on the (subject company) Investment Company Type and the form type: DEFC14A, DEFC14C, DEFN14A, DFAN14A, DFRN14A, 425, PREC14A, PREC14C, PREN14A, PRRN14A, PX14A6G, and PX14A6N.

EDGAR may also require filers to include series and class (or contract) identifiers in the headers of certain online forms and filer-constructed submissions. These include: 24F-2NT, 24F-2NT/A, N-CEN, N-CEN/A, N-CR, N-CR/A, N-PX, N-PX/A, NPORT-P, NPORT-P/A, NPORT-NP, and NPORT-NP/A.

#### **7.3.7.1.1 Series and Class (Contract) Information based on EDGAR Submission Form Type**

Some of the EDGAR submission form types listed above in Section 7.3.7.1 can be used by filers to identify merged and new series and classes (contracts).

New series and classes (contracts) identifiers may be obtained by the filing of most registration statements, pre-effective and post-effective amendments. There are a few exceptions to the general rule however. Form N-4 and N-6 filers get an automatically generated single series. The name of the series is identical to the filer name when the first class (contract) is defined. The second exception is that the 485BPOS may only be used to obtain identifiers for new classes (contracts), but not for new series. The form types in this group are as follows:  
N-1A, N-1A/A, N-3, N-3/A, N-4, N-4/A, 485APOS, 485BPOS, POS AML, N-6, N-6/A.

A few submission form types can be used to identify series and classes (contracts) merger data. These form types are as follows: 425, DEFM14A, DEFM14C, N-14, N-14/A, PREM14A, and PREM14C.

Some submission form types are used by both registered investment companies and other filer types. The submission helps distinguish between the two types of filers by asking whether the filer is a registered investment company or a business development company before the fields for investment companies are displayed. These form types are as follows: DEF 14A, DEF 14C, DEFA14A, DEFA14C, DEFC14A, DEFC14C, DEFM14A, DEFM14C, DEFN14A, DEFR14A, DEFR14C, DFAN14A, DEFR14C, 425, PRE 14A, PRE 14C, PREC14A, PREC14C, PREM14A, PREM14C, PREN14A, PRER14A, PRER14C, PRRN14A PX14A6G, PX14A6N, S-1, S-1/A S-3, S-3/A.

#### **7.3.7.1.2 Non-Registrant Third Party Filings**

Registrant and non-registrant third party filers making proxy filings with respect to subject investment companies may file using the EDGAR submission form types as previously mentioned in Section 7.3.7.1. See Rule 313(d) of Regulation S-T. In these cases, the investment company type specified is that of the subject company. The filer will also include series and/or class (contract) identifiers on whose behalf the filing is being made. The series and class (contract) identifiers for the subject company can be found in the SEC-EDGAR Company

Database at <https://www.edgarcompany.sec.gov>.

### 7.3.7.2 Existing Series and Classes (Contracts) Identifiers

When the “Existing” radio button is selected for Form N-1A or Form N-3 filers, the series and class fields will be displayed. For filers with an Investment Company Type of N-4 or N-6, only the classes (contracts) fields will be displayed because these filers have only a single series.

Enter the Existing Series ID and Class (Contract) ID associated with the filing. Use the “All?” Series ID box to indicate that you are making the filing on behalf of all your series and classes (contracts) with a status of Active. Use the “All?” Class (Contract) ID box to indicate that you are making the filing on behalf of all the classes of a series with a status of Active. If you are not using either of the “All?” boxes and you are identifying individual classes, clicking the [Add] button for Class (Contract) ID will display a field to add another Class (Contract) ID to the series on whose behalf the filing is being made. Clicking the [Add Another Series/Class] button will display fields to indicate another set of series and classes (contracts) on whose behalf the filing is being made. Clicking the [Delete Series/Class] button will remove the selected set of series and classes (contracts).

**Caution:** If you enter a number of Series IDs and then later select the “All?” button, the entered Series ID fields will be eliminated. The class “All?” button works identically to that of the Series. Be careful before selecting the button if you have entered either series or class (contracts) identifiers.

### 7.3.7.3 Adding New Series and Classes (Contracts)

For those form types that allow the filer to add new series and classes (contracts), selecting the “Adding New” radio button displays the fields to enter new series and classes (contracts). The fields displayed depend on the Investment Company Type of the primary registrant or the subject company and the EDGAR submission form type being used. Forms N-1A and N-3 EDGAR submission form types display the series and class fields. When the Investment Company Type is N-4 or N-6, the series fields are not displayed since these types of companies have only a single series.

Enter a series name and the name for its first class (contract). Each series must have at least one class (contract). For the first series you may use your company name as the Series Name by clicking the “Use Company Name as Series Name?” check box. The series for a “stand alone fund” without separate series will have the same name as the fund itself. If the series does not have separate classes, the filer should use the series name as the class name. To do this, click the “Use Series Name as Class (Contract) Name?” check box. The class for a series without separate classes will have the same name as the series itself. This is the only case where the class name should use the series name. You may enter additional classes (contracts) for the series by clicking the [Add] button. Multiple series may be added by clicking the [Add Another Series/Class] button. Multiple series may be removed by clicking the [Delete Series/Class] button.

You must enter a unique name for each series, i.e., you may not enter duplicate series names for your investment company (although its series might have the same name(s) as the series of other investment companies). For each series, you should enter the name by which that series is most commonly known. For example, if the “Acme Trust” complex has a series named the “Bond

Fund” which is known and marketed as “the Acme Bond Fund,” the fund should enter the name “Acme Bond Fund” as the name of the series.

For a series, you must enter a unique name for each of its classes (contracts), i.e., you may not enter duplicate class (contract) names for classes (contracts) of the same series. Most class names are letters (e.g., A or B) or names such as “Institutional” or “Retail.” Insurance company separate accounts and registered non-variable annuities must enter unique names for their contracts.

**Note:** For the N-1A EDGAR submission form type, registrants can register using their Existing Series/Existing Classes (Contracts) without having to enter “dummy” New Series/New Classes (Contracts).

N-4 and N-6 filers have one “dummy” series which is automatically created when their first class (contract) is created and has the same name as their company. These filers enter the information for their contracts, and receive their contract identifiers, at the class level.

To add an additional class to an existing series of an investment company of type N-1A or N-3, click the “Existing Series?” check box and enter the existing Series ID and a new class name.

#### 7.3.7.4 Mergers

When a registered investment company with series and classes (contracts) is involved in a merger, the filer must identify merger information. See Rule 313 (c) of Regulation S-T. The filer may be the primary registrant or could be filing with respect to a subject company. In either case, the filer must supply series and classes (contracts) information about the acquiring fund and the target (and their series and classes or contracts, if any, in existence). The Series/Classes (Contracts) Information Page includes fields used to identify the parties to a merger.

To enter information for the Acquiring or Target company of a merger, first select its Investment Company Type to display the appropriate fields. Since series and class (contract) specific information may not be available at the time of the filing, the filer is required to supply at a minimum one set of CIKs involved in the merger. To assist the filer, default values based on the primary registrant or subject company and their role in a merger are pre-filled. You may change the pre-filled values. The target company must be the primary registrant or co-registrant on submissions with co-registrants.

For investment companies with series and classes (contracts), enter the Series ID and Class (Contract) ID involved in the merger. For the target company, using the “All?” check box in front of the Series ID field indicates that all of the series and classes with a status of Active are included in the merger. If a series is a target of a merger, use the “All?” Class (Contract) ID box to indicate all of the classes of the series with a status of Active are included in the merger. Clicking the [Add Another Series/Class] button for Series ID will display fields to add another target series.

Clicking the [Delete Series/Class] button will remove the selected set of target series and classes (contracts). Clicking the [Add] button for Class (Contract) ID will display fields to add another class to the target series.

Clicking the [Add Another Acquiring/Target] button will display fields to add another merger specification to the filing. Clicking the [Delete Acquiring/Target] button will remove the selected set of acquiring series and classes (contracts).

#### 7.3.7.5 Field Definitions for Series and Classes (Contracts) Information Page

**Table 7-5: Series and Classes (Contracts) Information Page**

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
76	Existing	Radio Button	Displays fields to identify Series ID and Class (Contract) ID included in the filing
77	Adding New	Radio Button	Displays fields to add new series and/or classes (contracts) to the registration and obtain identifiers in the filer notification message
78	Merging	Radio Button	Displays fields to identify parties to a merger including Series ID and Class (Contract) ID if they exist

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
79	All? (Series ID)	Check Box	Indicates that a filing is being made on behalf of all the series with an active status and their classes with an active status
80	Series ID	S000000999	Series Identifier 10 characters ('S' and nine numeric)
81	All? (Class (Contract ID))	Check Box	Indicates that a filing is being made for all classes with an active status for the associated series
82	Class (Contract) ID	C000000999	Class (Contract) Identifier ('C' and nine numeric)
83	Add	Button	Displays input field for another class (contract) identifier
84	Series Name	Global Large Cap	Series Name (150 characters)
85	Use Company Name as Series Name?	Check Box	Indicates that the Company Name will be used as the Series Name for the first series
86	Class (Contract) Name	A, B, C, K	Class (Contract) Name (150 characters)
87*	Use Series Name as Class (Contract) Name?	Check Box	Indicates that the Series Name will be used as the Class (Contract) Name for the first class (contract)
88*	Add	Button	Displays input fields for an another class (contract) name
89*	Add Another Series/Class	Button	Displays input fields for an another series and class (contract) name set
	Delete Series/Class	Button	Removes input fields for a selected series and class (contract) name set
90*	Existing Series?	Check Box	Displays Series ID field to add a class (contract) to an existing series
91*	Investment Company Type	Pick-list*	Used to select the Investment Company Type for the Acquiring and Target parties to a merger
92*	CIK	0123456789	Used to supply the CIK for the Acquiring and Target parties to a merger (10 numeric characters)
93*	All?	Check Box	Indicates that all the series with an active status and their classes with an active status are targets of the merger
94*	All?	Check Box	Indicates that all classes with an active status for the associated series are targets of the merger

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
95*	Add Another Acquiring/Target	Button	Displays input fields for an another series and class (contract) name set
	Delete Acquiring/Target	Button	Removes input fields for a selected acquiring and target series and class name set

\*The values on the Investment Company Type pick-list are:

- Form N-1A Filer (Mutual Fund)
- Form N-1 Filer (Open-End Separate Account with No Variable Annuities)
- Form N-2 Filer (Closed-End Investment Company)
- Form N-3 Filer (Separate Account Registered as Open-End Management Investment Company)
- Form N-4 Filer (Variable Annuity UIT Separate Account)
- Form N-5 Filer (Small Business Investment Company)
- Form N-6 Filer (Variable Life UIT Separate Account)
- Form S-1 or S-3 Filer (Face Amount Certificate Company)
- Form S-6 Filer (UIT, Non-Insurance Product)
- Not an Investment Company

Note: “Form N-4 Filer” also includes registered non-variable annuities.

### 7.3.8 The EDGARLink Online Fee Offset Information Page

Filers can add fee offset information via the Fee Offset Information Page in EDGARLink Online. You can add multiple fee offsets for each submission. For the applicable fee-bearing submission types of the filing fee disclosure and payment modernization final rule (Release 33-10997), during the voluntary compliance period (described in Section 7.3.10), filers can continue to submit unstructured (HTML/ASCII) filing fee exhibit (EX-FILING FEES) or elect to submit this exhibit in Inline XBRL.

Table 7-6: Information Fields Available on the Fee Offset Information Page contains the values required in each field. Finally, follow the specific directions that are listed after Table 7-6 to complete the page.

**Table 7-6: Information Fields Available on the Fee Offset Information Page**

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
96	CIK	1234567890	Identifies the filer/registrant who previously paid the offset amount. Required if there is an offset. This field allows up to 10 characters.
97	Form Type	Pick List; S-1	Indicates form type in which the offsetting fee amount was paid. Required if there is an offset amount. This field allows up to 10 characters.
98	File Number	333-00000000-001	References the file number for the offset filing. This field allows up to 16 characters.
99	Offset Filing Date	10/15/2000	Indicates filing date of the offsetting payment; preferred order is month, day, year (i.e., mm/dd/yyyy). This field will allow you to either enter a date or select a date using the calendar icon.
100	Amount	4000	Indicates an offsetting payment against your filer's fee obligation, as provided for in Section 14 of the Exchange Act. (0 - 99,999,999,999,999.99).
101	Fee Offset Total	4000	Read-only field containing the sum of Amount fields for all offset rows entered for the submission.
102	Add Fee Offset Line	Button	Displays input fields for an another fee offset payment
	Delete Fee Offset Line	Button	Removes input fields for a selected fee offset payment

Place the fee offset information on the Fee Offset Information page.

1. From your open submission, click the Fee Offsets tab.
2. The Fee Offset Information page appears.
3. Enter the Filer/Registrant CIK in the CIK field.
4. Select the form type in the Form Type field.



5. Enter the file number in the File Number field.
6. Enter or select the date of the offset filing in the Offset Filing Date field.
7. Enter the amount of the offsetting in the Amount field.
8. Click or tab out of the Amount field in order to automatically update the Fee Offset Total field with the sum of each Amount field.
9. If there are additional offsets to be applied, click the [Add Fee Offset Line] button. You are allowed to enter as many fee offset rows as you would like.
10. If there are offsets to be removed, select the offset by clicking the check box next to the CIK field and then click the [Delete Fee Offset Line] button.

### **7.3.9 The EDGARLink Online Offerings & Fees Page**

The Offerings & Fees page contains the fee-relevant fields for your submission and simulates the facing page of the registration statement for normal registration offerings. Calculations for the estimated filing fees are automatically generated and displayed. EDGARLink Online contains the latest fee rates from the SEC and automatically inputs this information into the Offerings & Fees page; see Section 7.2.2, “Viewing the Fee Rate.”

For the applicable fee-bearing submission types of the filing fee disclosure and payment modernization final rule (Release 33-10997), during the voluntary compliance period (described in Section 7.3.10), filers can continue to submit unstructured (HTML/ASCII) filing fee exhibit (EX-FILING FEES) or elect to submit this exhibit in Inline XBRL.

#### **7.3.9.1 Entering Offerings & Fees Information**

1. If someone other than the Primary CIK is paying the fees, enter that CIK and CCC into the Payor CIK and Payor CCC fields. EDGARLink Online will validate the Payor CIK and Payor CCC pair to ensure it is correct.
2. Enter the amount paid for this submission in the Fee Paid field.
3. Select the Security Type from the pull down field.
4. Enter:
  - The number of shares in the Amount Being Registered field.
  - The maximum price per share in the Proposed Maximum Offering Price per Unit field. The Proposed Maximum Aggregate Offering Price will compute and automatically appear.

**OR**

5. Enter the total offering price in the Proposed Maximum Aggregate Offering Price field.

**Table 7-7: Fields Available on Offerings & Fees Page**

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
103	Payor CIK	1234567890	
104	Payor CCC	X21234@1	
	Clear	Hyperlink	
105	Fee Paid	100.00	
106	Type of Payment	Pick List; Options are: Pay In Advance, Pay As You Go, or Indeterminate (on form types S-1, S-1/A, S-3, S-3/A, F-1, F-1/A, F-3, and F-3/A if you are registering Exchange Traded Vehicle Securities)	
107	Security Type	Pick List; Non-Convertible Debt	
108	Amount Being Registered	250,000	
109	Proposed Maximum Offering Price per Unit	10.0123	
110	Proposed Maximum Aggregate Offering Price	2,500,000.00	Computed product if both optional values for Proposed Amount Being Registered and Maximum Offering Price per Unit are provided; otherwise, total dollar amount of the security. Even if the value is computed the filer can override (0 - 99,999,999,999,999.99).
111	Total Offering	2,500,000.00	Computed total of Proposed Maximum Aggregate Offering Price for all rows provided (0 - 99,999,999,999,999.99).
112**	Fee Basis	30,000,000	For transactional submissions only. Total amount for certain submission types (the amount on the filing fee is based pursuant to Exchange Act Rule 0-11). Refer to Note 1 after this table (0 - 99,999,999,999,999.99).
113*	Will this filing be submitted late?	Check Box	Activates the Enter Number of Days Late, Total Fee, Estimated Interest, and Interest Rate fields.

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
114*	Enter Number of Days Late	240	Number of calendar days by which the submission is overdue; maximum value is 9999.
115*	Itemize	Check Box	Requests itemization of sales entries.
116*	Series/Class (Contract) ID	S000000002 or C000000001	Investment Company Series Identifier ('S' followed by nine numeric characters) or Investment Company Class (Contract) Identifier ('C' and nine numeric characters).
117*	Sales Proceeds	1,999,999.00	Proceeds of sales of shares. See <b>Note 2</b> that follows this table. (0 - 99,999,999,999,999.99).
118*	Redeemed Value	9,999	Redeemed value of shares. (0 - 99,999,999,999,999.99).
119*	Net Value	1,990,000.00	Calculated net value of shares (Sales Proceeds – Redeemed value) (read-only field).
120*	Fee	497.50	Calculated fee based upon the net value of shares (read-only field).
121*	Fee Rate	.000250 or 2.5%	Current fee rate for Offering, Transactional, Flat, or Sales Shares Submissions as read from the Fee Rate Table (read-only field).
122*	Fee Rate as of	12/21/2000	Effectiveness date of the Fee rate displayed (read-only field).
123*	Estimated Interest	2.50	Calculated amount of interest owed due to filing late (read-only field).
124*	Interest Rate	.0006 or 6%	Current interest rate for late filing as read from the Fee Rate Table (read-only field).
125*	Total Fee	625.00	For offerings, sales shares, and transactional submissions: computed product of Total offering times the fee rate (read-only field).
126	Total Offset from Fee Offset Page	1250	Value of the Fee Offset Total from the Fee Offset Information Page (read-only field).
127	Fee due	625.00	Calculated fee due (read-only field).

\* Sales shares submission field.

\*\* Transactional submission field.

Notes:

1. When you prepare submission types PREM14A, PREM14C, PRER14A, PRER14C, SC 13E1, SC 13E1/A, SC 13E3, SC 13E3/A, SC13E4F, SC13E4F/A, SC14D1F, SC14D1F/A, SC TO-I, SC TO-I/A, SC TO-T, and SC TO-T/A, enter the transactional amount (i.e., the amount on which the filing fee is based pursuant to Exchange Act Rule 0-11) in the Fee Basis field. When submitting submission types PREM14A and PREM14C, use the Fee Basis field in the same manner, unless the filing fee is not based upon the amount of the transaction because it is for the sole purpose of

- changing your address (Exchange Rule Act 0-11(c)(1)(ii) or because the filer is an investment company). In this case, you should not enter an amount in the Fee Basis field. When submitting submission types SC 13E3, SC TO-I, SC TO-T, SC13E4F, or SC14D1F a positive Fee Basis must be provided. For other submission types, the Fee Basis field can be a positive number or zero only.
2. When you submit an amendment to report a change in the total offering amount (submission type 24F-2NT/A), you should report only incremental INCREASES in SALE PROCEEDS or REDEEMED VALUE. These values can only be a positive number or zero. Report negative values as zero.
  3. When you amend a Securities Act registration statement to report a change in the Offering Amount field, you should report only incremental additions to the offering amount as the value(s) for the Amount Being Registered and Proposed Maximum Offering Price per Unit fields or the Proposed Maximum Aggregate Offering Price field.

The calculation of fees in EDGARLink Online occurs whenever the value of a fee-related field changes. The fee related fields are located on the Fee Offset Information page and the Offerings & Fees page. The filer entered fields used in calculating a fee are the Amount field(s) (Fee Offset Information page) and the Amount Being Registered, the Proposed Maximum Offering Price per Unit and the Proposed Maximum Aggregate Offering Price fields, Sale Proceeds and Redeemed Value or Fee Basis (Offerings & Fees page).

On the Fee Offset Information page, the read-only Fee Offset Total field contains the sum of the Amount field(s) in each offset row. This value is updated whenever an Amount field value is changed for one or more fee offsets.

On the Offerings & Fees page the read-only Total Offering field contains the sum of the Proposed Maximum Aggregate Price field(s) in each Offering row. The Fee Rate and Fee Rate as of Date fields are read-only fields displaying the latest fee information for Offerings. The Total Fee field (read-only) is the product of the Total Offering and Fee Rate fields, the sum of the Shares Information fees or the product of the Fee Basis and Fee Rate fields. The Fee Offset Total field from Fee Offset Information page (read-only) displays the total offset value. The Fee Due field is the calculated fee for this submission.

### 7.3.9.2 Filing Fees Exhibit

Filers can attach an EX-FILING FEES exhibit in Inline XBRL format to the 72 fee-bearing submission types without including fee data on the Offerings & Fees page, beginning January 29, 2024. During the voluntary compliance period (described in Section 7.3.10), EDGAR will accept the filing if filers attach the EX-FILING FEES exhibit either in Inline XBRL or in official HTML or ASCII format to the fee-bearing submission types where fee header information is required (an unofficial PDF of this exhibit is optional). If submitting in Inline XBRL, the fee header information is not required, if in HTML or ASCII the fee header information is required (an unofficial PDF of this exhibit is optional).

Approximately three months after all filers are required to comply with the structured data requirement, EDGAR will begin to suspend filings that include fee header data and the EX-FILING FEES exhibit in unstructured format with a few exceptions. See “End of Phase-In Period” within Section 7.3.10 of this document for further information.

EDGAR will display an error message if the EX-FILING FEES exhibit (in either unstructured (HTML/ASCII) or structured format (Inline XBRL)) is not attached to the fee-bearing submission.

**Note:** An exception to this is when a filer submits an S-1 filer-constructed submission and the primary Filer CIK has an 811- reporting file number. In this case, the filer can choose to optionally provide the filing fee exhibit.

Alternatively, filers are given the option to attach the filing fee exhibit to form types where fee header data is optional (for example, amendment filings and 424B1, 424B2, 424B3, 424B4, 424B5, 424B7, 424B8, and 424H). Filers will need to either select a Yes or No radio button as a response to the “Is Fee Table/Exhibit included?” question. If the ‘Yes’ radio button is selected, filers must attach the fee exhibit to the filing. If the fee exhibit is not attached to the filing, then an error message will be displayed on the user interface.

Note: On POSASR and N-2 POSASR submission form types, fee header data is not required when a filer responds “No” to the “Is Fee Table/Exhibit included?” question.

EDGAR will suspend filer-constructed submissions for those form types where the fee header data is required but the submission is missing an attached document with the EX-FILING FEES document type.

See the “How Do I Understand Automated Conformance Rules for EDGAR Data Fields” webpage on SEC.gov “for a list of the 72 submission types to which you can attach the filing fee exhibit (<https://www.sec.gov/edgar/automated-conformance-rules>).

Listed below are examples of when EDGAR suspends fee bearing submissions that include the structured filing fee exhibit (EX-FILING FEES) attachment:

- If the filing has more than one exhibit attachment in either HTML/ASCII or Inline XBRL format, per submission, for the 72 fee-bearing submission types.
- If the filing fee exhibit is attached to a non-fee-bearing or a fee-bearing submission outside the scope of the 72 fee- bearing submission types.

- If the filing fee exhibit does not include a minimum of the following data elements for EDGAR to process the submission: Form Type and Fee Exhibit Type
- If the filing fee exhibit includes the following data elements but they are not processable by EDGAR:
  - Total Fees Due for Filing (also known as Total Registration Fees), Total Fees Previously Paid, Total Fee Offsets, and Net Fee Due Amount.
- If the structured filing fee exhibit attachment does not have a .htm extension.
- If the filing fee exhibit is not properly structured and formatted according to the EDGAR XBRL Guide, Chapter 4. available at (<https://www.sec.gov/files/edgar/xbrl-guide.pdf>).
- If a Security Type is not specified for “Table 1: Newly Registered and Carry Forward Securities” on submission types F-3ASR, S-3ASR, N-2ASR, N-2 POSASR, SF-3 with the following exceptions:
  - An N-2 POSASR filing that includes a narrative disclosure, or
  - An F-3ASR, N-2ASR, S-3ASR, or an SF-3 filing that includes only “Combined Prospectus” data.
- If the filer provided fiscal year end (Month/Day) in Item 5 “Last day of the fiscal year for the issuer for which the prospectus is filed” of submission type 424I does not match the CIK’s fiscal period records in the EDGAR database. In addition to this, if the date in Item 5 is greater than the current date, the system generates an error message and suspends the filing.

**Note:** If a filing fee exhibit is attached to a filing, and contains validation errors that result in a suspension, the exhibit will not be removed from the filing, but instead the entire filing will be suspended.

A POS AM submission will only permit a filing fee exhibit in unstructured format if it is submitted via a filer-constructed submission. Filing fee exhibits in unstructured format are not permitted for POS AM submissions when using the EDGARLink Online interface.

EDGAR uses the file number provided on the POS AM filing to determine if the filing must include a structured fee exhibit. Filers can use the EDGARLink Online interface to submit a structured EX-FILING FEES exhibit in Inline XBRL format.

Structuring is optional for POS AM filings that correspond to SF-1, SF-1/A, SF-1MEF, SF-3, SF-3/A and SF- 3MEF, and filers can attach the EX-FILING FEES exhibit in unstructured or structured Inline XBRL formats for these submission types.

For further details, please refer to the EDGARLink Online Technical Specification document <https://www.sec.gov/edgar/filer-information/current-edgar-technical-specifications>.

### **Attaching the HTML or ASCII Filing Fees Exhibit (Unstructured) to an EDGARLink Online submission**

To attach the EX-FILING FEES document:

1. Navigate to the “Documents” tab of the EDGARLink Online interface.
2. On the “Documents” tab, click the [Add Document] button to upload the exhibit

3. Select the “EX-FILING FEES” from the Type drop down list.
4. You may provide an optional description for the filing fee exhibit in the Description text box.
5. In addition to uploading the filing fee exhibit in HTML or ASCII format, an unofficial PDF of the exhibit can be attached to the submission as an EX-FILING FEES document.

Please refer to Section 7.3.4.4 (Attaching a Document) for detailed information on uploading document attachments.

Refer to the section “Attaching the Tagged Fee Exhibit (EX-FILING FEES) to EDGARLink Online forms” in the EDGAR Filing Fee Interface Courtesy Guide available at <https://www.sec.gov/files/edgar/filing-fee-interface-guide.pdf> for detailed information on attaching a structured filing fee exhibit in Inline XBRL format to the 72 EDGARLink Online submission types.

### **7.3.9.3 Fee and Offering Information Page for Form 424I Submissions**

Filers that registered an offering of Exchange-Traded Vehicle Securities and previously selected “Indeterminate” as the Type of Payment value on Form S-1, F-1, S-3 or F-3 must pay the fee for such an offering on an annual net basis by submitting the submission form type 424I. Based on the Filer CIK entered on the Main tab, the “Fiscal Year End” will be populated as shown below in the MM/DD format (for example 12/31). If the filing is submitted late (more than 90 days after the end of the fiscal year), the “Number of Days Late” field will be automatically calculated based on combined “Fiscal Year End” and “Fiscal Year” values.

If the populated “Fiscal Year End” is incorrect, click the link (Changes to company information may be made here) to change your company data before proceeding further.

Filers attaching an EX-FILING FEES exhibit for a 424I submission can use FEPT to generate the exhibit.

If filers claim an offset under Rule 457(p), then filers are required to provide a statement that they have (i) Withdrawn the prior registration statement; or (ii) Terminated or completed any offering that included the unsold securities associated with the claimed offset under the prior registration statement. The note need not be limited to the statement of withdrawal/termination/completion.

Filers are not required to include corresponding Fee Offset source information. If filers include the Fee Offset sources as part of a filer constructed submission, the system will accept the filing but provide an informational message specifying that there is no requirement in 424(i) or 457(u) for filers claiming a 457(p) offset to provide information as to fee offset sources.

#### **7.3.9.3.1 General Instructions for Submitting a 424I Submission**

- When submitting a 424I submission, a filer is required to provide the “333-” file number of a previously accepted F-1, F-3, S-1, S-3, F-1/A, F-3/A, S-1/A, or S-3/A filing where:
  - the Security Type is “Exchange-Traded Vehicle Security,” and the Type of Payment is “Indeterminate,” or
  - the Security Type is “Exchange-Traded Vehicle Security” and the filing relied on Rule 457(u).
- EDGAR will suspend the filing in the following cases if the file number provided on the 424I filing belongs to a previously accepted F-1, F-3, S-1, S-3, F-1/A, F-3/A, S-1/A, or S-3/A filing but:
  - the Security Type selection is not “Exchange-Traded Vehicle Security” or
  - the Security Type is “Exchange-Traded Vehicle Security” but Rule 457(a) , Rule 457(o), or Rule Other was selected instead of Rule 457(u), or
  - the Security Type is “Exchange-Traded Vehicle Security” but “Pay in Advance” is specified as the Type of Payment instead of “Indeterminate.”

#### **7.3.9.4 Offerings & Fees Page for Transactional Submissions**

The Transactional Submission Offerings & Fees Page is only for transactional submissions using the fee header tabs on the EDGARLink Online application.

Filers who are submitting a structured EX-FILING FEES exhibit in Inline XBRL format can use FEPT to add transaction valuation data in “Table 1: Transaction Valuation.” For information on



accessing FEPT, please see the section “Accessing FEPT” in the EDGAR Filing Fee Interface Courtesy Guide available at (<https://www.sec.gov/files/edgar/filing-fee-interface-guide.pdf>).

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
128.	Fee Calculation Rule	Rule 0-11	<p>The system infers the rule to be Rule 0-11 for the following submission types: SC 13E1, SC 13E3, SC13E4F, PREM14A, PREM14C, SC TO-I, SC TO-T, SC 14D1F, SC 13E1/A, SC 13E3/A, SC13E4F/A, SC 14D1F/A, SC TO-I/A, SC TO-T/A, PRER14A, PRER14C</p> <p>For a list of rules applicable to each submission type, refer to Section 7.3.10.1</p>
129.	Transaction Valuation	50,000	<p>Transaction valuation computed pursuant to Exchange Act Rule 0-11. Applicable to submission types: SC TO-I, SC TO-T, SC 13E1, SC 13E3, SC TO-I/A, SC TO-T/A, SC 13E1/A, SC 13E3/A, SC13E4F/A, SC 14D1F/A, SC 13E4F, SC 14D1F</p> <p>For amendments to the schedule or statement, as applicable, the “fees to be paid” transaction valuation entry should equal the incremental increase, if any, in then-current total transaction valuation above the highest total transaction valuation previously reported. For amended filings, the “Fees Previously Paid” transaction valuation entry should equal the highest then-current total transaction valuation previously reported for the prior initial filing or amendment to this schedule or statement, as applicable. The decimal values can range from 0 to 99,999,999,999,999.99.</p>

Field #	Field Name	Example of Value to be Inserted	Definition (Limits of Field)
130.	Proposed Maximum Aggregate Value of Transaction	50,000	<p>Transaction valuation computed pursuant to Exchange Act Rule 0-11. Applicable to submission types PREM14A, PREM14C, PRER14A, and PRER14C.</p> <p>For amendments to the statement, the “Fees To Be Paid” transaction valuation entry should equal the incremental increase, if any, in then-current total transaction valuation above the highest total transaction valuation previously reported. For amended filings, the “Fees Previously Paid” transaction valuation entry should equal the highest then-current total transaction valuation previously reported for the prior initial filing or amendment to this schedule. The decimal values can range from 0 to 99,999,999,999.99.</p>
131.	Fee Rate	Fee rate currently in effect, according to <a href="https://www.sec.gov/ofm/filing-fee-rate">https://www.sec.gov/ofm/filing-fee-rate</a>	Current fee rate for transactional submissions as read from the Fee Rate Table (read-only field) available on the EDGAR Filing Website left navigation menu.
132.	Amount of Filing Fee	5.51	<p>Dollar amount of required fees without regard to any previous payments or offsets. The amount is automatically calculated by multiplying the transaction valuation by the current fee rate.</p> <p>For “Fees Previously Paid” entries, this automatically calculated value may be overridden to reflect a different fee rate, as applicable.</p>

### 7.3.10 Preparing an Inline XBRL filing fees exhibit (EX-FILING FEES)

This section describes the general process for preparing an Inline XBRL filing fee exhibit (EX-FILING FEES) and submitting the exhibit to EDGAR for processing. Filers have two options to construct structured filing fee information within EDGAR, use FEPT or construct the

exhibit offline using a third-party vendor software, if available.

FEPT includes features such as prompts, explanations, and automated calculations to produce a filing fee exhibit in submission-ready format.

Filers using FEPT to construct the EX-FILING FEES in EDGAR generally will receive error and warning messages before they submit both TEST and LIVE filings.

Filers that construct structured information outside of FEPT, however, will receive error and warning messages after they submit both TEST and LIVE filings. Filers who wish to construct filings outside of FEPT should consult the EDGAR XBRL Guide available at (<https://www.sec.gov/files/edgar/xbrl-guide.pdf>) for details on the FFD taxonomy and further EX-FILING FEES requirements.

Validation failures caused by incorrect or incomplete structured filing fee-related information generally will result in a warning to filers and a flag for staff follow up, but EDGAR will accept the filing.

### **Compliance Date for Inline XBRL exhibit attachment for Large Accelerated Filers**

Starting July 31, 2024, EDGAR will accept filings from Large Accelerated Filers regardless of whether the submission includes an Inline XBRL filing fees exhibit attachment, but will issue warnings in response to filings without such an exhibit, with the following exceptions: (where filings are accepted without a warning):

- N-2, N-2/A, N-2ASR, N-2 POSASR, N-2MEF, N-14 8C, N-14 8C/A, N-14 MEF submissions made by Business Development Companies (BDCs) who are “Large Accelerated Filers.”
- SF-1, SF-3, SF-1MEF, SF-3MEF submissions and the filer includes an unstructured filing fee exhibit.
- When “Yes” is provided as a response to the question: “Is Fee Table/Exhibit included?” on SF-1/A, SF-3/A, 424H, and 424H/A, and the filer includes an unstructured filing fee exhibit.
- When “Yes” is provided as a response to the question: “Is Fee Table/Exhibit included?” on 424Bs associated with SF-1 and SF-3 filing (424B1, 424B2, 424B3, 424B4, 424B5, 424B7, 424B8), and the filer includes an unstructured filing fee exhibit.
- When “No” is provided as a response to “Is Fee Table/Exhibit included?” on the following submission types: F-1/A, F-3/A, N-2/A, S-1/A, S-3/A, S-11/A, F-10/A, S-4/A, F-4/A, N-14 8C/A, SC 13E1/A, SC 13E3/A, SC13E4F/A, SC14D1F/A, SC TO-T/A, SC TO-I/A, POSASR, N-2 POSASR, POS AM, PREM14A, PREM14C, PRER14A, PRER14C, SF-1/A, SF-3/A, 424B1, 424B2, 424B3, 424B4, 424B5, 424B7, 424B8,

424H, and 424H/A.

**Compliance Date for Inline XBRL exhibit attachment for all filers (Accelerated Filer, Non-Accelerated Filer, Investment Company Filer)**

Starting July 31, 2025, EDGAR will accept filings but generate a warning message for all filers if the submission does not include an Inline XBRL filing fees exhibit attachment, with the following exceptions: (where filings are accepted without a warning):

- When the '40 Act only flag is selected and/or a “Yes” response is provided to the question “Is Fund 24F-2 Eligible?” on form types N-2, N-2/A, N-2ASR, N-2 POSASR, N-2MEF, N-14 8C, N-14 8C/A, and N-14MEF.
- SF-1, SF-3, SF-1MEF, SF-3MEF submissions and the filer has attached an unstructured filing fee exhibit.
- When “Yes” is provided as a response to the question: “Is Fee Table/Exhibit included?” on SF-1/A, SF-3/A, 424H, and 424H/A, and the filer has attached an unstructured filing fee exhibit.
- When “Yes” is provided as a response to the question: “Is Fee Table/Exhibit included?” on 424Bs associated with SF-1 and SF-3 filings (424B1, 424B2, 424B3, 424B4, 424B5, 424B7, 424B8), and the filer has attached an unstructured filing fee exhibit.
- When “No” is provided as a response to the question: “Is Fee Table/Exhibit included?” on the following submission types: F-1/A, F-3/A, N-2/A S-1/A, S-3/A, S-11/A, F-10/A, S-4/A, F-4/A, N-14 8C/A, SC 13E1/A, SC 13E3/A, SC13E4F/A, SC14D1F/A, SC TO-T/A, SC TO-I/A, POSASR, N-2 POSASR, POS AM, PREM14A, PREM14C, PRER14A, PRER14C, SF-1/A, SF-3/A, 424B1, 424B2, 424B3, 424B4, 424B5, 424B7, 424B8, 424H, and 424H/A.

**End of Phase-in Period**

On or after the end of the compliance period, EDGAR will suspend the filing if a fee-bearing submission does not include an Inline XBRL filing fees exhibit attachment with the exceptions noted in the “Compliance Date for Inline XBRL exhibit attachment for all filers (Accelerated Filer, Non-Accelerated Filer, Investment Company Filer)” section.

**7.3.10.1 Applicable Rules for Submission Types**

The table below lists the offering rules that are applicable for each submission type for purposes of preparing an Inline XBRL filing fees exhibit (EX-FILING FEES). For filer-constructed submissions, the system will generate a warning message if filers include a rule that is not applicable for the respective submission type.

	Rules							
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Submission Type	457(a) 457(o) Other	415(a)(6)	457(f)	457(u)***	457(r)	457(s)	0-11**	456(d)***
424I	No	No	No	Yes	No	No	No	Yes
F-1	Yes	Yes	Yes	Yes	No	No	No	No
F-3	Yes	Yes	No	Yes	No	No	No	No
F-3ASR	Yes	Yes	No	No	Yes	No	No	No
F-3D	Yes	Yes	No	Yes	No	No	No	No
N-2	Yes	Yes	No	No	No	No	No	No
N-2ASR	Yes	Yes	No	No	Yes	No	No	No
S-1	Yes	Yes	Yes	Yes	No	No	No	No
S-3	Yes	Yes	No	Yes	No	No	No	No
S-3D	Yes	Yes	No	Yes	No	No	No	No
S-3ASR	Yes	Yes	No	No	Yes	No	No	No
S-11	Yes	Yes	Yes	No	No	No	No	No
SF-1	Yes	No	No	No	No	No	No	No
SF-3	Yes	Yes	No	No	No	Yes	No	No
F-1/A	Yes	Yes	Yes	Yes	No	No	No	No
F-3/A	Yes	Yes	No	Yes	No	No	No	No
N-2/A	Yes	Yes	No	No	No	No	No	No
N-2 POSASR	Yes	Yes	No	No	Yes	No	No	No
POSASR	Yes	Yes	No	No	Yes	No	No	No
POS AM	Yes	Yes	Yes	No	No	No	No	No

Submission Type	457(a) 457(o) Other	415(a)(6)	457(f)	457(u)***	457(r)	457(s)	0-11**	456(d)***
S-1/A	Yes	Yes	Yes	Yes	No	No	No	No
S-3/A	Yes	Yes	No	Yes	No	No	No	No
S-11/A	Yes	Yes	Yes	No	No	No	No	No
SF-1/A	Yes	No	No	No	No	No	No	No
SF-3/A	Yes	Yes	No	No	No	Yes	No	No
F-4	Yes	Yes	Yes	No	No	No	No	No
F-10*	Yes	No	No	No	No	No	No	No
F-10EF*	Yes	No	No	No	No	No	No	No
N-14 8C	Yes	No	Yes	No	No	No	No	No
S-4	Yes	Yes	Yes	No	No	No	No	No
S-4EF	Yes	Yes	Yes	No	No	No	No	No
F-4/A	Yes	Yes	Yes	No	No	No	No	No
F-10/A*	Yes	No	No	No	No	No	No	No
N-14 8C/A	Yes	No	Yes	No	No	No	No	No
S-4/A	Yes	Yes	Yes	No	No	No	No	No
PREM14A	No	No	No	No	No	No	Yes	No
PREM14C	No	No	No	No	No	No	Yes	No
SC 13E1	No	No	No	No	No	No	Yes	No
SC 13E3	No	No	No	No	No	No	Yes	No
SC TO-I	No	No	No	No	No	No	Yes	No
SC TO-T	No	No	No	No	No	No	Yes	No
SC13E4F	No	No	No	No	No	No	Yes	No

Submission Type	457(a) 457(o) Other	415(a)(6)	457(f)	457(u)***	457(r)	457(s)	0-11**	456(d)***
SC14D1F	No	No	No	No	No	No	Yes	No
PRER14A	No	No	No	No	No	No	Yes	No
PRER14C	No	No	No	No	No	No	Yes	No
SC 13E1/A	No	No	No	No	No	No	Yes	No
SC 13E3/A	No	No	No	No	No	No	Yes	No
SC13E4F/A	No	No	No	No	No	No	Yes	No
SC14D1F/A	No	No	No	No	No	No	Yes	No
SC TO-I/A	No	No	No	No	No	No	Yes	No
SC TO-T/A	No	No	No	No	No	No	Yes	No
F-3MEF	Yes	Yes	No	No	No	No	No	No
N-2MEF	Yes	Yes	No	No	No	No	No	No
S-3MEF	Yes	Yes	No	No	No	No	No	No
SF-1MEF	Yes	No	No	No	No	No	No	No
SF-3MEF	Yes	Yes	No	No	No	No	No	No
F-1MEF	Yes	Yes	Yes	No	No	No	No	No
F-4MEF	Yes	Yes	Yes	No	No	No	No	No
S-4MEF	Yes	Yes	Yes	No	No	No	No	No
N-14MEF	Yes	No	Yes	No	No	No	No	No
S-1MEF	Yes	Yes	Yes	No	No	No	No	No
S-11MEF	Yes	Yes	Yes	No	No	No	No	No
424B1	Yes	Yes	Yes	No	Yes	Yes	No	No
424B2	Yes	Yes	Yes	No	Yes	Yes	No	No

Submission Type	457(a) 457(o) Other	415(a)(6)	457(f)	457(u)***	457(r)	457(s)	0-11**	456(d)***
424B3	Yes	Yes	Yes	No	Yes	Yes	No	No
424B4	Yes	Yes	Yes	No	Yes	Yes	No	No
424B5	Yes	Yes	Yes	No	Yes	Yes	No	No
424B7	Yes	Yes	Yes	No	Yes	Yes	No	No
424B8	Yes	Yes	Yes	No	Yes	Yes	No	No
424H	Yes	Yes	No	No	No	Yes	No	No
424H/A	Yes	Yes	No	No	No	Yes	No	No
S-8	Yes	No	No	No	No	No	No	No

\* System will notify the filer that carry forward from a Form F-10 filing, is not allowed because offerings registered on that form would not expire pursuant to Rule 415(a)(5).

\*\* Note that the system will infer the rule to be Rule 0-11, when any of the following submission types are submitted: SC 13E1, SC 13E3, SC13E4F, PREM14A, PREM14C, SC TO-I, SC TO-T, SC14D1F, SC 13E1/A, SC 13E3/A, SC13E4F/A, SC14D1F/A, SC TO-I/A, SC TO-T/A, PRER14A, PRER14C

\*\*\* The system must infer the rule to be Rule 456(d) and Rule 457(u), when a 424I filing is submitted.

The table below lists the offset and combined prospectus rules that are applicable to each submission type for purposes of preparing an Inline XBRL filing fees exhibit (EX-FILING FEES). For filer-constructed submissions, the system will generate a warning message if filers include a rule that is not applicable to the respective submission type.

	Rules			
Submission Types	457(b)	0-11(a)(2)	457(p)	429
424I	No	No	Yes**	No
F-1	Yes	Yes	Yes	Yes



Submission Types	457(b)	0-11(a)(2)	457(p)	429
F-3	Yes	Yes	Yes	Yes
F-3ASR	Yes	Yes	Yes	Yes
F-3D	Yes	No	Yes	Yes
N-2	Yes	Yes	Yes	Yes
N-2ASR	Yes	Yes	Yes	Yes
S-1	Yes	Yes	Yes	Yes
S-3	Yes	Yes	Yes	Yes
S-3D	Yes	No	Yes	Yes
S-3ASR	Yes	Yes	Yes	Yes
S-11	Yes	Yes	Yes	Yes
SF-1	Yes	No	Yes	Yes
SF-3	Yes	No	Yes	Yes
F-1/A	Yes	Yes	Yes	Yes
F-3/A	Yes	Yes	Yes	Yes
N-2/A	Yes	Yes	Yes	Yes
N-2 POSASR	Yes	Yes	Yes	Yes
POSASR	Yes	Yes	Yes	Yes
POS AM	Yes	Yes	Yes	Yes
S-1/A	Yes	Yes	Yes	Yes
S-3/A	Yes	Yes	Yes	Yes
S-11/A	Yes	Yes	Yes	Yes
SF-1/A	Yes	No	Yes	Yes
SF-3/A	Yes	No	Yes	Yes

<b>Submission Types</b>	<b>457(b)</b>	<b>0-11(a)(2)</b>	<b>457(p)</b>	<b>429</b>
F-4	Yes	Yes	Yes	Yes
F-10	Yes	Yes	Yes	Yes
F-10EF	Yes	Yes	Yes	Yes
N-14 8C	Yes	Yes	Yes	Yes
S-4	Yes	Yes	Yes	Yes
S-4EF	Yes	Yes	Yes	Yes
F-4/A	Yes	Yes	Yes	Yes
F-10/A	Yes	Yes	Yes	Yes
N-14 8C/A	Yes	Yes	Yes	Yes
S-4/A	Yes	Yes	Yes	Yes
PREM14A	No	Yes	No	No
PREM14C	No	Yes	No	No
SC 13E1	No	Yes	No	No
SC 13E3	No	Yes	No	No
SC TO-I	No	Yes	No	No
SC TO-T	No	Yes	No	No
SC13E4F	No	Yes	No	No
SC14D1F	No	Yes	No	No
PRER14A	No	Yes	No	No
PRER14C	No	Yes	No	No
SC 13E1/A	No	Yes	No	No
SC 13E3/A	No	Yes	No	No
SC13E4F/A	No	Yes	No	No

<b>Submission Types</b>	<b>457(b)</b>	<b>0-11(a)(2)</b>	<b>457(p)</b>	<b>429</b>
SC14D1F/A	No	Yes	No	No
SC TO-I/A	No	Yes	No	No
SC TO-T/A	No	Yes	No	No
F-3MEF	Yes	Yes	Yes	Yes
N-2MEF	Yes	Yes	Yes	Yes
S-3MEF	Yes	Yes	Yes	Yes
SF-1MEF	Yes	No	Yes	Yes
SF-3MEF	Yes	No	Yes	Yes
F-1MEF	Yes	Yes	Yes	Yes
F-4MEF	Yes	Yes	Yes	Yes
S-4MEF	Yes	Yes	Yes	Yes
N-14MEF	Yes	Yes	Yes	Yes
S-1MEF	Yes	Yes	Yes	Yes
S-11MEF	Yes	Yes	Yes	Yes
424B1	Yes	Yes	Yes	Yes
424B2	Yes	Yes	Yes	Yes
424B3	Yes	Yes	Yes	Yes
424B4	Yes	Yes	Yes	Yes
424B5	Yes	Yes	Yes	Yes
424B7	Yes	Yes	Yes	Yes
424B8	Yes	Yes	Yes	Yes
424H	Yes	No	Yes	Yes
424H/A	Yes	No	Yes	Yes

Submission Types	457(b)	0-11(a)(2)	457(p)	429
S-8	No	No	Yes	No

\*\* Offset sources are not required if the submission type is 424I.

### 7.3.11 Combining Form Types in a Single Submission

#### 7.3.11.1 Multi-Form Type Registration Statements

A registration statement can be made for more than one entity. Sometimes these entities are required by rule to file different form types. In a few circumstances it is permitted to fulfill both filing obligations in a single submission on behalf of the multiple registrants, but for the form types listed below only:

When the submission type is:	Then the Form-Type can only be used to refer to:
S-1	S-1 or S-3
S-3	S-3 or S-1
S-1/A	S-1/A or S-3/A
S-3/A	S-3/A or S-1/A
S-1MEF	S-1MEF or S-3MEF
S-3MEF	S-3MEF or S-1MEF

The submission type is listed in the first column. For each registrant, along with their CCC, you will also be required to specify the form type that can only be the values listed in the second column. EDGARLink Online will only permit the correct combinations of the submission types and form types.

#### 7.3.11.2 Combining Selected Williams Act Filings into a Single Submission

EDGAR can process the following submission type combinations in a single submission only when the combined filings are paired in any of the specified combinations:

- SC TO-I and a SC 13D/A or a SC 13E3 or a SC 13E3/A
- SC TO-I/A and a SC 13D/A or a SC 13E3 or a SC 13E3/A
- SC TO-T and a SC 13D/A or a SC 13E3 or a SC 13E3/A
- SC TO-T/A and a SC 13D/A or a SC 13E3 or a SC 13E3/A
- NOTE: NEW structured data (XML) implementation of SCHEDULE 13D/A is not required for combination filing with SC TO-I, SC TO-I/A, SC TO-T or SC TO-T/A. EDGAR does not currently support submitting a combined SC TO-I, SC TO-I/A, SC TO-T, SC TO-T/A with SC 13D/A in XML format. At this time, if needed, please continue to submit SC 13D/A in a non-structured data format with SC TO-I, SC TO-I/A, SC TO-T, or SC TO-T/A.

In this case the filing can be for a group. Identify only one filer in the Filer field. List the other members of the group (or the other joint filers) under the Group Members field by name (no CIKs are necessary).

When you are submitting one of the above combinations, the Submission Type should be SC TO-I, SC TO-I/A, SC TO-T, or SC TO-T/A. The Type field on the Attached Documents List Page must match the Submission Type field.

When you make a combination filing, EDGARLink Online automatically counts the number of documents and places the correct submission type names in your submission.

### **7.3.11.3 Form 8-K Combined Submissions**

Form 8-K and its variants (8-K/A, 8-K12G3, 8-K12G3/A, 8-K15D5, 8-K15D5/A, 8-K12B, 8-K12B /A) are used to report specific reportable events usually within four days of occurrence.

The list of reportable events is specified in Section 1, “8-K and 1-U Items,” of the “How Do I Understand Automated Conformance Rules for EDGAR Data Fields” webpage on SEC.gov, which also lists an Item Number to be used for each reportable event (<https://www.sec.gov/edgar/automated-conformance-rules>). Up to twenty items may be specified on a single EDGARLink Online Form 8-K submission. A Period field is provided for the applicable report date for all the items specified on a single Form 8-K. Items with a different report Period must be submitted on separate Form 8-K submissions.

For certain reportable events (Items), the Form 8-K filing may be used to simultaneously satisfy the filing obligations of Rules 425, 14a-12, 14d-2(b), or 13e-4(c). The EDGARLink Online 8-K submission has a field, Item Submission Type, which appears after certain 8-K Items (1.01, 1.02, 2.01, 5.01, or 8.01) have been selected, to optionally allow the filer to select another submission type to simultaneously satisfy a second filing requirement with the single Form 8-K combined submission. The selectable values for Item Submission Type are: 425, DEFA14A, DFAN14A, SC TO-C. The Item Submission Type allowed with each Item type is shown in Table 7-8. Allowable Set of Item Submission Type Values Based on Items Selected. After the second submission type is selected, if necessary for subject company filings, additional fields will appear on the EDGARLink Online submission to collect more information for the second submission.

When the subject company is an Investment Company with series and classes (contracts) and the required submission is a 425, DEFA14A, or DFAN14A, file the submissions separately instead of using the Form 8-K Combined Submissions.

When the Form 8-K is submitted to EDGAR, if it contains a value for Item Submission Type, EDGAR will treat it as two submissions. The filer will receive two notification messages, each with its own unique accession number: one for the 8-K and another one for the second submission. If an error is detected in either submission, the filer will receive two notification messages of suspended filings, one for each submission, and neither submission is accepted.

**Table 7-8: Allowable Set of Item Submission Type Values Based on Items Selected**

Items	425	DEFA14A	DFAN14A	SC TO-C
1.01	X	X	X	X
1.02	X	X	X	X
2.01	X			
5.01	X			X
8.01	X	X	X	X

**7.3.11.4 Form 10-D/ABS-EE Combined Submissions**

Forms 10-D and 10-D/A allow filers the option to concurrently file an ABS-EE or ABS-EE/A in a combined submission. In the combined submission, the Forms 10-D and 10-D/A would contain hyperlinks to the Forms ABS-EE and ABS-EE/A exhibits that are incorporated by reference into submission form type 10-D. You are still able to file the 10-D and ABS-EE submission form types as separate submissions; filing a combined submission is optional.

On the Main page of the 10-D and 10-D/A submission form types, there is a required field (“Is this a Combined 10-D/ABS-EE filing?” for submission form type 10-D, and “Amending a previously filed Combined 10-D/ABS-EE filing?” for submission form type 10-D/A). If you select “Yes,” then the following ABS-EE fields will appear on the screen:

- ABS-EE Start Period (required)
- ABS-EE End Period (required)
- ABS-EE File Number (required)
- ABS-EE Co-Reg CIK (optional)
- ABS-EE Co-Reg CCC (optional)
- ABS-EE Co-Reg File Number (optional)
- ABS-EE Accession Number (required; appears only for the ABS-EE portion of a combined 10-D/A and ABS-EE/A submission, which is different from the accession number for the 10-D portion)

If amending a Combined 10-D/ABS-EE submission for a CIK during the same period, you have the option to either submit a Combined 10-D/ABS-EE or submit a Form 10-D/A and Form ABS-EE/A separately itself instead of a Combined 10-D/ABS-EE submission. However, if the initial submissions were separate Form 10-D and Form ABS-EE submissions, then a subsequent amendment of those filings for the same period cannot be a Combined 10-D/ABS-EE

submission.

Please note that the co-registrants for the Form 10-D can be different from the co-registrants listed for the Form ABS-EE in a single submission, but that the primary filer for the Form 10-D must be the same as the primary filer for the Form ABS-EE.

**Note:** The “Period” field for the 10-D and 10-D/A submission form types is not available for a Combined 10-D/ABS-EE. Instead, the value provided for the “ABS-EE End Period” field is shared across both the 10-D and the ABS-EE submissions.

A separate 10-D submission does not allow a future value for the “Period” field. However, in a Combined 10-D/ABS-EE filing (including amendments), you can provide a future value for the “ABS-EE End Period” and this value is shared across both the 10-D and the ABS-EE in a combined submission.

On the Attached Documents List page of the 10-D and the 10-D/A submission, if you indicate that the filing is a Combined 10-D/ABS-EE submission, you must indicate whether an attached document is associated with the primary form documents (10-D or 10-D/A) or the secondary documents (ABS-EE or ABS-EE/A) using the “Related Form” field. The answer to this question will then determine the types of attachments that can be associated with the selected form type. In a Combined 10-D/ABS-EE submission, you must provide the EX-102 exhibit, and may provide an EX-103 exhibit as part of the ABS-EE portion of a combined submission. This will hold true for their respective amendments.

The maximum submission size limit for a Combined 10-D/ABS-EE is 800 MB (200 MB for a 10-D submission, and 600 MB for an ABS-EE submission). The submission size restriction also holds true for amendments.

If an error is detected in either the Form 10-D part or Form ABS-EE part of the combined submission, the filer will receive up to two notification messages, one for each part of the combined submission that is suspended, and the entire combined submission will be rejected.

### **7.3.12 Module and Segment Submissions**

Once you have created your module or segment document, you are ready to prepare it for submission to EDGAR. Use the Module/Segment submission (Submission Template 5) that is available on the EDGARLink Online Submission Type Selection Page of the EDGAR Filing Website:

1. Log in to EDGAR.
2. Click ‘EDGARLink Online Form Submission’ from the menu. EDGARLink Online Submission Type Selection Page appears.
3. Scroll down the page to Template 5. Click either ‘Module’ or ‘Segment’.
4. Open the submission and enter your filer information in the appropriate fields:
  - Filer CIK
  - Filer CCC

When you are ready to attach your module or segment to the submission:

1. From the Module/Segment Main page, click the Documents tab. The Attached Module or Attached Segment List page appears.
2. Click the [Add Document] button and the Attachment Selection and Upload window appears. Attach the module(s) or segment(s) one at a time, as described in Section 7.3.4.4, “Attaching a Document.”
3. Once your module or segment document(s) are attached, enter the module or segment reference name, a description of the document, and select the type of document you are attaching. If you want the module or segment validated, select the corresponding module or segment check box and click the [Doc Validation] button.
4. If you are submitting a segment, you will need to enter the Master Segment CIK in the Master Seg CIK field.

Both Type 1 and 2 modules and segments are stored on EDGAR as documents and are incorporated in your submission when your submission is processed. Where the modules or segments appear in your submission document depends upon where you reference the module or segment:

- Type 1 module or segment is not a complete document and is referenced within a submission document text.
- Type 2 module or segment is one complete document and is included in your submission.

#### **7.3.12.1 Testing Module and Segment Submissions**

The EDGAR system validates modules/segments at the time you submit them. If a module/segment contains errors, EDGAR will report those errors to you and/or your filing agent. Module and segment submissions that contain errors will be suspended and will not be placed in the non-public storage area.

There are two ways to test your module and segment documents to be sure that all documents will be accepted by EDGAR. One way is to send in a test module/segment submission. If you activate the “TEST” radio button on the Module/Segment Main Page, EDGAR will check the module/segment submission for errors during processing, but will not store it (i.e., test modules/segments are not stored for referencing in subsequent submissions). You will receive via e-mail the results of your submission and, if needed, can make corrections to the module and segment documents before they are submitted as live.

A much better way to validate your documents is to use EDGARLink Online to make the check prior to submission. Select the check box for the document you want to validate in the Attach Segment List Page, and click the [Doc Validation] button. The validation results appear on the Attached Document List page in the Errors field for each validated document. See Section 7.4, “Validating Your Submission,” for complete details.

#### **7.3.13 Correspondence Submissions and Documents**

You may submit a correspondence document (CORRESP) on the Attached Documents List



page, or as a separate correspondence submission to EDGAR. EDGAR does not immediately disseminate correspondence documents and submissions to the public, but they do become a part of our records. The SEC staff may release all or portions of these documents electronically if they relate to the staff's review process. See SEC Press Release 2004-89, "SEC Staff to Publicly Release Comment Letters and Responses."

To create a correspondence document, use a word processing application that supports ASCII or HTML. Attach it to the submission using the Attached Documents List page. You may also include a PDF copy in a correspondence document.

#### **7.3.14 Bulk Filing**

In EDGARLink Online you can attach multiple submissions (more than 1) in a submission called Bulk Filing:

1. Log in to EDGAR Filing Website.
2. Click 'EDGARLink Online Form Submission'.
3. Scroll down to Submission Template 6, Bulk Submission.
4. Click 'Bulk'. Bulk Submission main page appears.
  
5. Click the [Add Submission] button. The Attachment Selection and Upload window appears.
6. Click the [Browse] button. The Choose File window appears.
7. Select the location of the submissions using the Look in: field.
8. Select the submission by clicking on it and clicking the [Open] button.

Repeat steps 7-8 for all the submissions you are attaching.

The files you attached are listed on the Bulk Filing List page. Enter a description for each of the files listed.

- You can remove a file by clicking the [Delete Submission] button; see Section 7.3.4.9, "Removing a Document."
- You can move the submissions up or down in the Bulk Filing List page by selecting the check box next to the File Name field for the submission file you want to move and clicking the [Move Sub Down] or [Move Sub Up] button; see Section 7.3.4.7, "Organizing Documents."

If you have many bulk filings, you may want to use a unique name so you can reuse the blank Bulk Filing template.

A Bulk Filing allows for .xml and .eis file-type attachments. The size of a Bulk Filing cannot exceed the 200 MB submission file limitation after decompression.

You can file ABS-EE and ABS-EE/A submissions as Bulk Filings, as long as they do not exceed the total 200 MB file size limitation after decompression.

Transmit the Bulk Filing using the 'Transmit Bulk Filing' link on the EDGAR Filing Website. See Section 7.6.3, "Transmitting Bulk Filings."

### **7.3.15 CERT Submissions**

National Securities Exchanges file the CERT submission form type to list securities on the Exchange.

As part of the filing, an Exchange must attach the primary document “CERT” only in PDF format. A filing agent cannot file this form on behalf of an Exchange. If a non-Exchange CIK attempts to complete a CERT submission, the EDGAR system will disable the fields on the Main page and prevent that filer from completing the CERT submission.

## **7.4 Validating Your Submission**

EDGARLink Online validates your submission in three ways:

- Field Validation
- Document Validation
- Submission Validation

After successful validation of your submission, EDGAR should not encounter any errors within the submission itself. However, EDGAR can validate only information outside the submission such as the CIK/CCC combinations, referenced file numbers, or module/segment references after the filing is transmitted.

### **7.4.1 Field Validation**

In this manual, the term “value” refers to the information that you need to supply. When EDGAR encounters a field, it determines if you have supplied the required information. In some cases, no value is required; however, in most cases, values are required.

For EDGAR to process values, you must enter them in a specified format. For example, when the Submission Contact Phone field is used, the value should contain at least ten digits (e.g., 123-456-7890). EDGARLink Online automatically converts the Period field to the correct EDGAR mm-dd-yyyy format.

#### **7.4.1.1 Limits on Length of Field Values**

EDGAR is programmed to verify if there are a specified number of characters for each value. This specified number of characters is the field length. For example:

The CIK field has a field length of up to ten (10) digits, 1234567890.

In EDGARLink Online, the Main page field values will not allow you to exceed the specified number of characters. In some cases, as in CIK, EDGARLink Online inserts leading zeros before your inputs if the value is less than the field length.

EDGARLink Online automatically checks the validity of your information when you enter it in each field. For instance, if you enter your CCC and forget to enter a special character, a “red x” icon is displayed next to the field name, and a help message appears describing the type of information that belongs in the field. After you correct the field value, you must click in another field to make the “red icon” disappear.

### **7.4.2 Document Validation**

When you have entered values in the required and optional fields on the Main, Attached Documents List, Attached Module or Segment, and Notification Information pages, your submission will be ready to validate.

EDGARLink Online checks submission documents via the Attached Documents Information page. Validation ensures that your internal document tags match and that you have entered the correct values for the tags. Your document is also checked for non-ASCII characters and for correct line lengths.

Before you transmit your submission, you should validate your documents:

1. Attach your submission document(s) as described above.
2. Select the check box for each document you want to validate.
3. Click the [Doc Validation] button.

After you click the [Doc Validation] button, EDGARLink Online will pre-process your documents using the EDGAR document rules, allowing you to check your documents before they are processed. If you encounter any errors in your documents, the Errors field on the Attached Documents List page lists the number of errors in your document. To view the errors, click the value under the Errors field. The error View window will appear on your screen.

#### **7.4.2.1 Correcting Submission Documents**

EDGARLink Online allows you to correct your submission documents before you transmit your submission to EDGAR. When you run the Document Validation, the number of errors is displayed in the Errors field on the Attached Documents List page. To see a detailed list of document errors, click the value under the Errors field for the document that contains errors; the document name appears in the top pane of this window. You can correct your document using the tool that you used to create your document.

### **7.4.3 Submission Validation**

After you have completed your submission, attached and validated the individual submission documents, and referenced any modules or segments, you are ready to validate your submission in its entirety:

1. From your open submission, click the [Submit] button.

EDGARLink Online processes your submission using the same rules that EDGAR does. After validating your submission, EDGARLink Online displays submission and document errors under “Submission Errors” in the upper block of the screen. The list of the error messages will be shown in red under “Submission Errors” and can be viewed regardless of the tab you are on. In addition, a “red x” icon will be displayed next to the field names to indicate which fields contain invalid information. You must correct the errors for each field. To see a detailed list of document errors, click the Documents tab. Select the check box for the document listed under File Name

and click the [Doc Validation] button. When you run the Document Validation, the number of errors is displayed in the Errors field on the Attached Documents List page. Click the value in the Errors field for the document that contains errors. The Submission Validation Results Window appears. After correcting those errors, you should click the [SUBMIT] button again.

#### **7.4.4 Editing Your Submission**

When you run the validation, the errors you have may be of two kinds: errors in the submission itself or errors in the submission document(s). For a list of errors, see the “How Do I Understand Messages Reported by EDGAR” webpage on SEC.gov (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/understand-messages-reported-edgar>). To correct errors in your submission:

1. Correct any errors listed in the upper block of the screen under the submission Errors heading by editing the text in the field.
2. Save your submission and validate it again.

If there are errors in your attached document, select the check box for the document listed under File Name and click the [Doc Validation] button. When you run the Document Validation, the number of errors is displayed in the Errors field on the Attached Documents List page. You can correct your document using the tool that you used to create it, see Section 7.4.2.1, “Correcting Submission Documents.”

#### **7.4.5 Submission Errors**

Errors in your submission might consist of blank required fields or invalid text within fields. When EDGARLink Online reports your errors, you can open the EDGARLink Online page with the error, and correct the entry. You may consult the “How Do I Understand EDGARLink Online Submission Types” webpage on SEC.gov to find more information regarding fields and sample entries available at (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/understand-edgarlink-online-submission-types>).

#### **7.4.6 Document Errors**

Errors in your document might consist of improper Table tags. To correct any errors in your document, open your original document (e.g., word processor), correct the errors, save the document in the appropriate format (ASCII or HTML), and re-attach the document in your submission. These processes are detailed in Section 7.3.4.6, “Organizing Documents.”

### **7.5 Saving Your Submission**

EDGARLink Online lets you save a partially or fully completed online submission on your computer. The [SAVE] button saves the current submission you have open. If you click the [SAVE] button your submission fields and attached documents are saved into one file. (Refer to Section 2.3.3 for details on how to set up the Google Chrome browser's save/download preferences.)

EDGARLink Online will put an .eis extension by default when you save your submission. You can name your submission with a description name so that you can refer to your copy as needed. EDGARLink Online defaults the file name to the name of the submission. Once saved, you will have the option of retrieving the online submission from the Main page of the same blank

submission using the [RESTORE] button. Please note that any tampering with the saved file may result in its corruption and render it unusable.

## **7.6 Transmissions to EDGAR**

All the EDGARLink Online submissions discussed in this chapter can be prepared and submitted to EDGAR using the Internet.

### **7.6.1 Transmitting Single Submissions**

When your submission has been compiled and validated, you can transmit your submission. This process instructs you how to transmit a LIVE filing:

1. Click the [SUBMIT] button on the open submission. The Confirmation page appears.
2. Click the [Transmit LIVE Submission] button.

Once you click this button, EDGAR will transmit your submission and you will see an indicator of the submission progress.

The Transmit Single LIVE Submission page appears with a warning stating that any information contained in the LIVE submission is subject to be disseminated immediately.

Note: If you do not want to transmit a LIVE submission, click the [Cancel] button on the Confirmation window.

#### **7.6.1.1 Transmission Status**

An accession number appears on the Acknowledgment page. This does not mean your submission has been accepted. It means your submission has been transmitted. You can find out the status of your submission one of two ways:

- Through e-mail
- By performing a Submission query on the EDGAR Filing Website. For more information on Submission queries, see “Submission Information” on the SEC.gov website at (<https://www.sec.gov/submit-filings/filer-support-resources/how-do-i-guides/determine-status-my-filing#section4>).

### **7.6.2 Transmitting Modules and Segments**

Transmitting modules and segments to EDGAR uses the same process as transmitting submissions. This procedure assumes that you have created your Type 1 or Type 2 module or segment document and compiled it using the Module/Segment submission. If you need further assistance please contact our Filer Support Staff at (202) 551-8900.

### **7.6.3 Transmitting Bulk Filings**

After you have created a Bulk Filing, see Section 7.3.13, “Bulk Filing.” You can transmit the bulk filing via the EDGAR Filing Website.

1. Click the LIVE or TEST radio button on the Bulk Submission page.
2. Click the [Submit] button. The Confirmation page appears.

3. Click the [Transmit LIVE Submission or Transmit TEST Submission] button.

Once you click this button, EDGAR will transmit your submission and you will see an indicator of the submission progress.

The Transmit Bulk LIVE Submission page appears with a warning announcing that any information contained in a live submission is subject to be disseminated immediately.

**Note:** If you do not want to transmit a live submission, click the [Cancel] button on the Confirmation window.

#### **7.6.4 Test Submissions**

Test submissions allow you to transmit a submission in a test mode. The filing will be processed in a similar manner as live filings EXCEPT:

- It will not be disseminated
- Modules and segments will not be stored
- Some items may not be checked
- There are no fees; however, EDGAR warns you if you have insufficient funds in your account
- You can designate test filings, single or bulk, in the following ways:
- Activate the “TEST” radio button on the Main page of your submission before transmitting your submission
- Transmit a bulk filing, as a test filing, by clicking the [TRANSMIT TEST] button.

### **7.7 Disseminating Draft Submissions**

Filers can disseminate previously accepted draft registration statements and draft offering statements that are yet to be disseminated to the public.

#### **7.7.1 Disseminating Draft Registration Statements**

The Disseminate Draft Registration Statement page lists the DRS and DRS/A submissions that are available for dissemination for the filer entered CIK. You can use the Accession numbers displayed on this page to help you identify a previously submitted DRS or DRS/A submission. These draft registration statements can be disseminated to the public using the [Disseminate] button. Once a draft registration statement is disseminated, the company information is also made public for the companies who created their access codes to submit draft registrations.

Follow the steps given to disseminate a draft registration statement to the public:

1. Click the ‘Draft Reg. Statement’ link on the EDGAR menu.  
The Draft Registration Statements page displays.
2. Click the ‘Disseminate Draft Registration Statement’ link on the Draft Registration Statements page.

The Disseminate Draft Reg. Statement page displays.

3. Enter your CIK in the CIK field.
4. Enter your CCC in the CCC field.
5. Click [Continue].

The Disseminate Draft Registration Statement page displays a list of previously accepted draft registration statements and amendments for the CIK entered by the filer, which are yet to be disseminated. The page also displays the Accession Number, File Number, and the Received Date for each draft registration statement or amendment.

Note: Only primary registrants on the DRS and DRS/A submissions can disseminate previously accepted draft registration statements and amendments.

6. Select the check box corresponding to the DRS or DRS/A submission that you want to disseminate and click [Disseminate].

A Warning/Confirmation page prompts you for confirmation.

7. Click [Disseminate] to disseminate the selected DRS or DRS/A submission. EDGAR disseminates the primary official document (in HTML or ASCII format) along with any Exhibits or graphic files. Note that EU-1 and COVER documents will not be disseminated for DRS or DRS/A submission.
8. If you do not want to disseminate the draft registration statement, click [Cancel] to return to the Disseminate Draft Registration Statement page.

### **7.7.2 Disseminating Draft Offering Statements**

The Disseminate Draft Offering Statement page lists the DOS and DOS/A submissions that are available for dissemination for the filer entered CIK.

Follow these steps to disseminate a draft offering statement to the public:

1. Click the 'Draft Offering Statement' link on the EDGAR menu to access the File Regulation A Forms page. Alternatively, you can click the 'Regulation A' link on the EDGAR menu or the 'REG A' link on the EDGARLink Online Submission Type Selection page to access the File Regulation A Forms page.
2. Click the 'Disseminate Draft Offering Statement' link to access the Disseminate Draft Offering Statement page.
3. Enter the CIK and CCC in the appropriate fields and click [Continue].

The Disseminate Draft Offering Statement page displays a list of previously accepted draft offering statements and amendments for the CIK entered by the filer, which are yet to be disseminated. The page also displays the Accession Number, File Number, and the Received Date for each draft offering statement or amendment.

4. Select the check box corresponding to the DOS or DOS/A submission that you want to disseminate and click [Disseminate]. You may select more than one submission at a time.

A Warning/Confirmation page prompts you for confirmation.

5. Click [Disseminate] on the Warning/Confirmation page to confirm and disseminate the selected DOS and DOS/A submissions. If you do not want to disseminate the draft offering statement, click [Cancel] to return to the Disseminate Draft Offering Statement page.
6. Click the [Exit] button to return to the File Regulation A Forms page.

## 7.8 EDGAR Filing Website Help

When you are on the EDGAR Filing Website and are using the Internet, there are links that provide assistance:

- General Help
- SEC Rulemaking
- Fee Information
- Company Search

### 7.8.1 EDGARLink Online Help

When you are using EDGARLink Online, there are two types of help available:

- Field-Level Help
- EDGAR Help

Both of these assist you in creating a submission.

Help text will be available for most fields by placing your mouse over the field labels. You can access EDGAR Help by clicking the [HELP] button at the top of each form in EDGARLink Online.

## 7.9 Common Problems

- **Incorrect security codes:** Be careful when you enter security codes such as the CCC. It is important that we ensure that others do not file for you. We will suspend filings from any filer using an incorrect code.
- **Incorrect file numbers:** If you are required to specify a file number with your filing, EDGAR will check that the file number is assigned to that particular CIK. If it is not, your filing may either be suspended or blocked. In other cases, your reporting file number must be appropriate for the filing you submit. These are all values that you can validate.
- **Incorrect filer data:** Some of the data you maintain about your company on our system is used in validating your filings. For example, if you are an individual filer, we do not expect you to submit registration statements. Training agents cannot submit live filings, etc.
- **Incorrect Dates:** EDGAR performs a number of validations on dates. For example, if a filing requires you indicate a period date, then a future date may not be accepted. These types of errors can easily be avoided by validating your filing.
- **Missing information:** Filers who do not validate their filings may omit an essential element of information. If essential data elements are missing, the filing will be



suspended.

- **Duplicate filing:** If the form type can only be submitted a single time for the same period, the second filing may be suspended.
- **Incorrect IRS Number:** If you are required to submit an IRS number with a filing, your filing may be suspended if it does not match the IRS number of record on our database.