SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-104447; File No. SR-CboeBZX-2025-072]

Self-Regulatory Organizations; Cboe BZX Exchange, Inc.; Notice of Withdrawal of a Proposed Rule Change to Exempt Closed-End Management Investment Companies Registered Under the Investment Company Act of 1940 that are Listed as of or after May 20, 2025 from the Annual Meeting of Shareholders Requirement Set Forth in Exchange Rule 14.10(f)

December 18, 2025.

On May 20, 2025, Cboe BZX Exchange, Inc. ("BZX" or "Exchange") filed with the Securities and Exchange Commission ("Commission"), pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Exchange Act")[1] and Rule 19b-4 thereunder,[2] a proposed rule change to exempt closed-end management investment companies registered under the Investment Company Act of 1940 ("1940 Act")[3] that are listed as of or after May 20, 2025 from the annual meeting of shareholders requirement set forth in Exchange Rule 14.10(f). The proposed rule change was published for comment in the Federal Register on June 6, 2025.[4]

On July 14, 2025, pursuant to Section 19(b)(2) of the Exchange Act,[5] the Commission designated a longer period within which to approve the proposed rule change, disapprove the proposed rule change, or institute proceedings to determine whether to disapprove the proposed

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1 15 U.S.C. 78s(b)(1).

2 17 CFR 240.19b-4.

3 15 U.S.C. 80a-1 et seq.

4 See Securities Exchange Act Release No. 103166 (June 2, 2025), 90 FR 24172 ("Notice"). Comments on the proposed rule change are available at: https://www.sec.gov/comments/sr-cboebzx-2025-072/srcboebzx2025072.htm.

5 15 U.S.C. 78s(b)(2).

rule change.[6] On September 2, 2025, the Commission instituted proceedings under Section 19(b)(2)(B) of the Exchange Act[7] to determine whether to approve or disapprove the proposed rule change.[8] On December 2, 2025, the Commission extended the period for consideration of the proposed rule change to February 1, 2026.[9]

On December 12, 2025, the Exchange withdrew the proposed rule change (CboeBZX-2025-072).

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.[10]

Sherry R. Haywood,

Assistant Secretary.

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6 See Securities Exchange Act Release No. 103452, 90 FR 33449 (July 17, 2025). The Commission designated September 4, 2025, as the date by which the Commission shall approve or disapprove, or institute proceedings to determine whether to disapprove, the proposed rule change.

7 15 U.S.C. 78s(b)(2)(B).

8 See Securities Exchange Act Release No. 103824, 90 FR 42991 (Sept. 5, 2025).

9 See Securities Exchange Act Release No. 104285, 90 FR 56220 (Dec. 5, 2025).

10 17 CFR 200.30-3(a)(12).