

EXHIBIT 5

Added text underlined;
Deleted text in [brackets]

NYSE Listed Company Manual

* * * * *

312.03 Shareholder Approval

* * * * *

(e) Sections 312.03 (b), (c) and (d) shall not apply to issuances by limited partnerships.

(f) Closed-end management investment companies (including business development companies) with equity securities listed under Section 102.04 shall not be required to comply with Section 312.03(b) or (c) in connection with the acquisition of the stock or assets of an affiliated registered investment company in a transaction that complies with Rule 17a-8 under the Investment Company Act of 1940 and does not otherwise require shareholder approval under the Investment Company Act of 1940 and the rules thereunder or any other Exchange rule.

* * * * *