

UNITED STATES OF AMERICA  
BEFORE THE  
SECURITIES AND EXCHANGE COMMISSION

INVESTMENT COMPANY ACT OF 1940  
Release No. 31501/ March 10, 2015

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In the Matter of	:
	:
CORSAIR OPPORTUNITY FUND	:
CORSAIR CAPITAL MANAGEMENT, L.P.	:
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1177 Avenue of the Americas	:
New York, NY 10036	:
	:
(812-14326)	:

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ORDER UNDER SECTION 6(c) OF THE INVESTMENT COMPANY ACT OF 1940  
GRANTING AN EXEMPTION FROM SECTIONS 18(c) AND 18(i) OF THE ACT, AND  
PURSUANT TO SECTION 17(d) AND RULE 17d-1 UNDER THE ACT

Corsair Opportunity Fund and Corsair Capital Management, L.P. filed an application on June 30, 2014, and amendments to the application on October 21, 2014, January 8, 2015, January 30, 2015 and February 9, 2015, requesting an order under section 6(c) of the Investment Company Act of 1940 (“Act”) granting an exemption from sections 18(c) and 18(i) of the Act, and pursuant to section 17(d) of the Act and rule 17d-1 under the Act. The order permits certain registered closed-end management investment companies to issue multiple classes of shares with varying sales loads and to impose asset-based service and/or distribution fees and contingent deferred sales charges.

On February 10, 2015, a notice of the filing of the application was issued (Investment Company Act Release No. 31454). The notice gave interested persons an opportunity to request a hearing and stated that an order disposing of the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered and it is found, on the basis of the information set forth in the application, as amended, that granting the requested exemption is appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act.

It is further found that the participation of the investment company in the proposed arrangement is consistent with the provisions, policies, and purposes of the Act, and is not on a basis different from or less advantageous than that of other participants.

Accordingly, in the matter of Corsair Opportunity Fund, *et al.*, (File No. 812-14326),

IT IS ORDERED, under section 6(c) of the Act, that the requested exemption from sections 18(c) and 18(i) of the Act is granted, effective immediately, subject to the condition in the application, as amended.

IT IS ALSO ORDERED, under section 17(d) of the Act and rule 17d-1 under the Act, that the investment company's participation in the proposed arrangement is approved, effective immediately, subject to the condition contained in the application, as amended.

For the Commission, by the Division of Investment Management, under delegated authority.

Brent J. Fields  
Secretary