

October 28, 2005

FEDERAL EXPRESS

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-4303

Re: File Number S7-08-05

Ladies and Gentlemen:

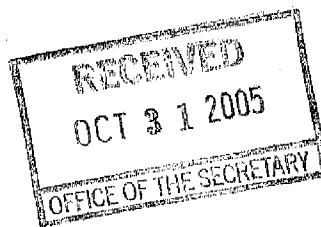
We submit this letter in response to the request of the Securities and Exchange Commission in Release Nos. 33-8617 and 34-52491 (the "Proposing Release") for comments on its proposal to continue the current filing deadlines for Forms 10-Q into 2006 and beyond.

Today, accelerated filers such as Wilmington Trust must file Forms 10-K with the SEC within 75 days after their fiscal year-end, and Forms 10-Q within 40 days after quarter-end. The SEC's current regulations would require us, beginning in 2006, to file Forms 10-K within 60 days after fiscal year-end, and Forms 10-Q within 35 days after quarter-end.

The Proposing Release would allow issuers to continue to be able to file Forms 10-Q until 40 days after quarter-end in 2006 and beyond, but would retain the 60-day filing deadline for Forms 10-K for "large accelerated filers" such as Wilmington Trust scheduled to begin in 2006.

We welcome the Commission's proposal to maintain the current 40-day deadline for filing Forms 10-Q into 2006 and beyond. However, for many of the same reasons we believe the Commission's proposal in this regard is needed, we believe the existing filing deadline for Forms 10-K - 75 days after fiscal year-end - should be maintained into 2006 and beyond.

We believe that further accelerating the deadline by which Forms 10-K must be filed by large accelerated filers by 15 days significantly risks impairing the accuracy, precision, and quality of the disclosures required to be made by that Form, without any corresponding benefit to the public. Preparing the Form 10-K is inherently more complex than Form 10-Q filings; annual disclosure obligations are significantly more detailed and challenging than quarterly disclosure obligations. Form 10-K requires detailed disclosures about our business, industry and competitive conditions, regulatory environment, and analysis of the prior year's financial results, as well as most of the information typically included in proxy statements and annual reports to shareholders. Increased disclosure requirements, including expanded disclosure required in



Management's Discussion and Analysis and new disclosures about critical accounting policies, off-balance sheet transactions, and segment reporting, only exacerbate the predicament large accelerated filers would face if the deadline for them to file Forms 10-K were further shortened from the existing 75-day requirement. We believe the public's and the Commission's interests in the quality of the required disclosures should outweigh

any interest in imposing undue time constraints on large accelerated filers to prepare those disclosures in even less time than they have now.

Preparing the Form 10-K is particularly labor intensive, requiring several staff members to make judgment calls based on professional experience. This is especially true in preparing MD&A, where a discussion of trends, uncertainties, and forward-looking factors that are critical to understanding the key issues that will drive financial results is required. Communicating this information clearly in the Form 10-K takes considerable care and time. Shortening the deadline to file the Form 10-K will only impair our ability to accomplish this objective. We believe it is critical that adequate time be afforded for the consideration and analysis necessary to prepare the Form 10-K properly.

We also believe that the 60-day deadline for filing Forms 10-K presently scheduled to be phased in next year would impair the ability of our audit committee, Board of Directors, and external auditors to be able to review the information in the Form properly and give appropriate consideration to the priority and substance of the disclosures prior to filing.

We believe that further shortening the deadline to file Forms 10-K would increase the risk of misstatements and omissions in these filings because of the reduced preparation time, again without a corresponding benefit to the public. We believe that the public is more interested in the quality of information it receives than in getting it 15 days earlier than it does today.

Wilmington Trust appreciates the opportunity to comment on the Proposing Release, and applauds the Commission's efforts to enhance the public's ability to make informed investment decisions based upon timely, accurate, and effective corporate disclosure. We request that the Commission not undermine these worthy goals and maintain the existing 75-day deadline to file Forms 10-K into 2006 and beyond. We welcome the opportunity to discuss any of these matters with the Commission at its convenience.

Thank you in advance for your consideration of our views.

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Very truly yours,



Gerard A. Chamberlain
Vice President and Counsel
Wilmington Trust Company
(302) 651-1258 Phone
(302) 651-8010 Fax
Gchamberlain@wilmingtontrust.com