



Federated Hermes, Inc.
1001 Liberty Avenue
Pittsburgh, PA 15222-3779

January 11, 2021

VIA E-MAIL RULE-COMMENTS@SEC.GOV

Ms. Vanessa A. Countryman
Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

Re: Notice of Filing of Proposed Rule Change Amending Its Rules Establishing Maximum Fee Rates To Be Charged By Member Organizations for Forwarding Proxy and Other Materials to Beneficial Owners (File No. SR-NYSE-2020-96)

Dear Ms. Countryman:

Federated Hermes, Inc. (“Federated Hermes”)¹ is writing to comment on the New York Stock Exchange’s (“NYSE”) new rule that would direct NYSE member firms that are also FINRA member firms to comply with FINRA Rule 2251’s fee schedule that sets forth the maximum amount that NYSE member organizations may charge registered investment companies for delivering proxy and other disclosure materials, such as shareholder reports and prospectuses, to any shareholder who holds shares in nominee name through an intermediary (the “Proposed Rule”).²

Federated Hermes agrees with the NYSE’s technical amendment to the existing fee system and supports the Commission approving the Proposed Rule; however, Federated Hermes also fully endorses and supports the comments and positions of the Investment Company Institute (“ICI”) as set forth in its letter dated January 8, 2021 that urge the Commission to take the lead in reforming

¹ Federated Hermes is a leading global investment management firm, managing \$428.4 billion in fund assets and \$605.8 billion in total assets as of March 31, 2020. Federated Hermes provides comprehensive investment management to more than 11,000 institutions and intermediaries including corporations, government entities, insurance companies, foundations and endowments, banks and broker/dealers.

² *Self-Regulatory Organizations; New York Stock Exchange LLC; Notice of Filing of Proposed Rule Change Amending Its Rules Establishing Maximum Fee Rates To Be Charged By Member Organizations for Forwarding Proxy and Other Materials to Beneficial Owners* (File No. SR-NYSE-2020-96) (Release No. 34-90677); December 15, 2020), available at <https://www.sec.gov/rules/sro/nyse/2020/34-90677.pdf>. 85 FR 83119 (December 21, 2020), available at <https://www.govinfo.gov/content/pkg/FR-2020-12-21/pdf/2020-28010.pdf>

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the current processing fee system for distributing mutual fund disclosure materials.³ We have been very involved in the industry efforts to improve the system, and strongly agree with the ICI's request that the Commission re-review the ICI's 2018 letter, which details recommendations for change consistent with the public interest and investor protections.

Federated Hermes hopes that the Commission finds these comments helpful and constructive and is happy to provide additional information relating to our comments or discuss any questions you may have.

Sincerely,



Peter J. Germain
Chief Legal Officer

cc: The Honorable Hester M. Peirce
The Honorable Elad L. Roisman
The Honorable Allison Herren Lee
The Honorable Caroline Crenshaw
Sarah ten Siethoff, Acting Director, Division of Investment Management
Christian Sabella, Acting Director, Division of Trading & Markets
Dorothy M. Donohue, Deputy General Counsel, Securities Regulation-Investment
Company Institute

³ ICI Comment Letter of January 8, 2021 in response to SEC Release No. 34-90677, File No. SR-NYSE-2020-96 (December 15, 2020), *Notice of Filing of Proposed Rule Change Amending its Rules Establishing Maximum Fee Rates to be Charged by Member Organizations for Forwarding Proxy and Other Materials to Beneficial Owners.*