

National Tooling & Machining Association
Washington, D.C.

October 21, 1981

Mr. John Shad
Chairman
Securities and Exchange Commission
500 North Capitol Street
Washington, DC 20549

Dear Mr. Shad:

We are delighted to learn of the proposed "regulation D" which would effect sweeping changes lessening the regulatory burden and making it easier for small companies to raise additional equity capital. As you know, the SEC has received recommendations that these regulatory burdens be lessened from such diverse sources as the White House Conference on Small Business and the Senate and House Small Business Subcommittees.

Small Businesses, particularly capital intensive businesses such as ours, have found increased interest rates to create extremely heavy burdens, and often barriers, to the access to capital for business expansion. Since Regulation D would remove many of the restrictions on present SEC rules, it could result in an important means of acquiring equity capital for small businesses.

We strongly support the adoption of Regulation D.

Cordially,

Bruce N. Hahn
Manager, Government Affairs

cc: William Hockenberger
Government Affairs Committee