

requirements of that form. Form D is a notice required to be filed by companies that have sold securities without registration under the Securities Act of 1933 based on a claim of exemption under Regulation D or Section 4(6) of the Act. Form D filings are also required by most states.

4. The Commission will consider whether to publish a concept release to solicit public comment concerning possible revisions to the oil and gas reserves disclosure requirements. These requirements exist in their current form in Item 102 of Regulation S-K and Rule 4-10 of Regulation S-X under the Securities Act of 1933 and the Securities Exchange Act of 1934.

The subject matter of the Open Meetings to be held on Thursday, December 13, 2007 at 9 a.m. and on Monday, December 17, 2007 at 9 a.m. will be:

The Commission will hold roundtable discussions on whether to provide U.S. issuers the choice of reporting their financial results under International Financial Reporting Standards. The roundtables will further explore the matters covered in the Commission's Concept Release on Allowing U.S. Issuers to Prepare Financial Statements in Accordance with International Financial Reporting Standards (Release 33-8831; 34-56217) and the responses received.

The subject matter of the Closed Meeting scheduled for Thursday, December 13, 2007 will be:

Formal orders of investigation; Institution and settlement of injunctive actions;

Institution and settlement of administrative proceedings of an enforcement nature; and Adjudicatory matters.

At times, changes in Commission priorities require alterations in the scheduling of meeting items.

For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact:

The Office of the Secretary at (202) 551-5400.

Dated: December 4, 2007.

Nancy M. Morris,
Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

In the Matter of Kimber-X Resources Corp.; Order of Suspension of Trading

December 5, 2007.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Kimber-X

Resources Corp., a Delaware company with purported operations in Saskatchewan, Canada. Questions have arisen regarding the adequacy and accuracy of company press releases and other publicly-disseminated information concerning the company's current operations, issuance of securities, and transactions in company stock by company insiders.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of Kimber-X Resources Corp.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the securities of Kimber-X Resources Corp. is suspended for the period from 9:30 a.m. EST, December 5, 2007, through 11:59 p.m. EST, on December 18, 2007.

By the Commission.

Nancy M. Morris,
Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-56880; File No. SR-Amex-2006-96]

Self-Regulatory Organizations; American Stock Exchange LLC; Order Approving Proposed Rule Change, as Modified by Amendment Nos. 1, 2, 3, 4, 5, and 6 Thereto, Relating to the Listing and Trading of Trust Units of the Nuveen Commodities Income and Growth Fund

December 3, 2007.

I. Introduction

On October 12, 2006, the American Stock Exchange LLC ("Amex" or "Exchange") filed with the Securities and Exchange Commission ("Commission") a proposed rule change pursuant to section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 19b-4 thereunder² to list and trade trust units of the Nuveen Commodities Income and Growth Fund ("Fund") ("Shares") pursuant to proposed Amex Rules 1600 *et seq.* On March 2, 2007, March 21, 2007, May 14, 2007, August 15, 2007, August 28, 2007, and September 17, 2007 the Amex submitted Amendment Nos. 1, 2, 3, 4, 5, and 6, respectively, to the proposed rule change. The proposed rule change, as amended, was published for comment in the **Federal Register** on

September 25, 2007.³ The Commission received one comment letter regarding the proposal.⁴ This order approves the proposed rule change, as amended.

II. Description of the Proposal

The Exchange proposes to add Amex rules 1600 *et seq.* that would permit the listing and trading of units of a trust or other similar entity ("Trust Units") that invests in the assets of a trust, partnership, limited liability company, corporation or other similar entity constituted as a commodity pool that holds investments comprising or otherwise based on futures contracts, options on futures contracts, forward contracts, commodities and high credit quality short-term fixed income securities or other securities. Pursuant to these proposed rules, the Amex proposes to list and trade the Shares, which represent beneficial ownership interests in the assets of the Fund, which in turn, consist solely of units ("Master Fund Units") of the Nuveen Commodities Income and Growth Master Fund LLC (the "Master Fund"). The Exchange also proposes to amend section 141 of the Amex *Company Guide* ("Company Guide") regarding listing fees to accommodate the listing of Trust Units.⁵

As described in the Exchange's proposal,⁶ the Fund's primary investment objective is to seek total return through broad exposure to the commodities markets. The Fund's secondary objective is to provide investors with monthly income and capital distributions not commonly associated with commodity investments. The Master Fund will invest in commodity futures and forward contracts, options on commodity futures and forward contracts, and over-the-counter ("OTC") commodity options in the following commodity groups: energy, industrial metals, precious metals, livestock, agriculturals, and tropical foods and fibers and may in the future include other commodity investments that

³ See Securities Exchange Act Release No. 56465 (September 19, 2007), 72 FR 54489 ("Notice").

⁴ See letter to Nancy M. Morris, Secretary, Commission, from John G. Gaine, President, Managed Funds Association ("MFA"), dated October 15, 2007 ("MFA Letter").

⁵ The Amex original listing fee applicable to the listing of the Fund is \$5,000. Under Section 141 of the Company Guide, the annual listing fee will be based upon the year-end aggregate number of units in all series of the Fund outstanding at the end of each calendar year.

⁶ For a more detailed description of the Fund and Master Fund, including their structure, investment objectives, holdings, applicable exchange listing and trading rules, disclosure of pricing information, surveillance, and other regulation, see Notice at 54489-94.

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.