

SECURITIES AND EXCHANGE COMMISSION**[Release No. 34-97043; File No. 10-239]****24X National Exchange LLC; Notice of Withdrawal of Application for Registration as a National Securities Exchange Under Section 6 of the Securities Exchange Act of 1934**

March 3, 2023.

On March 25, 2022, 24X National Exchange LLC (“24X” or “Exchange”) filed with the Securities and Exchange Commission (“Commission”) a Form 1 application under the Securities Exchange Act of 1934 (“Act”), seeking registration as a national securities exchange under Section 6 of the Act¹ (“Form 1 Application”). Notice of the Form 1 Application was published for comment in the **Federal Register** on June 6, 2022.² The Commission received three comments on the Form 1 Application and a letter in response to the comments from 24X.³ On September 1, 2022, the Commission instituted proceedings pursuant to Section 19(a)(1)(B) of the Act⁴ (the “OIP”) to determine whether to grant or deny 24X’s Form 1 Application.⁵ The Commission received one comment letter in response to the OIP and a letter in response to the OIP from 24X.⁶ On October 21, 2022, 24X filed an amendment to its Form 1 Application (“Amendment No.1”).⁷ Notice of Amendment No. 1 was published for comment in the **Federal Register** on November 9, 2022.⁸ On November 10, 2022, 24X filed a second amendment to its Form 1 Application (“Amendment No. 2”).⁹ Notice of Amendment No. 2 was published for comment in the **Federal Register** on November 22, 2022.¹⁰ On November 18, 2022, the Commission extended the time to determine whether to grant or deny the

application.¹¹ The Commission received a comment letter after the publication of extension of time.¹²

On February 16, 2023, the Exchange withdrew the Form 1 Application (File No. 10-239).¹³

By the Commission.
Sherry R. Haywood,
Assistant Secretary.
 [FR Doc. 2023-04797 Filed 3-8-23; 8:45 am]
BILLING CODE 8011-01-P

SECURITIES AND EXCHANGE COMMISSION**[Investment Company Act Release No. 34845; File No. 812-15325]****PGIM Private Real Estate Fund, Inc., et al.**

March 3, 2023.

AGENCY: Securities and Exchange Commission (“Commission” or “SEC”).
ACTION: Notice.

Notice of application for an order (“Order”) under sections 17(d) and 57(i) of the Investment Company Act of 1940 (the “Act”) and rule 17d-1 under the Act to permit certain joint transactions otherwise prohibited by sections 17(d) and 57(a)(4) of the Act and rule 17d-1 under the Act.

SUMMARY OF APPLICATION: Applicants request an order to permit certain business development companies (“BDCs”) and closed-end management investment companies to co-invest in portfolio companies with each other and with certain affiliated investment entities.

APPLICANTS: PGIM Private Real Estate Fund, Inc., PGIM, Inc., PGIM Investments LLC, PGIM Private Credit Fund, PGIM Real Estate U.S. Core Debt Fund, L.P., PGIM Real Estate U.S. Debt Fund LP, PGIM Real Estate U.S. Impact Value Partners LP, PGIM Retirement Real Estate Fund II LP, PRISA LP, PRISA II LP, PRISA III Fund LP, Senior Housing Partnership Fund VI LP, PGIM Senior Loan Opportunities (Levered) I, L.P., PGIM Senior Loan Opportunities I, L.P., PGIM Senior Loan Opportunities (Parallel Fund) I, L.P., PSLO I US Investors Levered Debt SPV LLC, PGIM US Investors/Non-US Senior Debt Levered I Fund, PGIM US Investors/Non-US Senior Debt Levered I Supplemental Fund, PGIM Senior Loan Opportunities Management Fund I, L.P.,

PGIM US Investors/Non-US Senior Debt I Fund, PGIM Senior Debt I Management Fund, PGIM Senior Loan Opportunities I Co-Investment II, L.P., PGIM Non-US Investors/Non-US Senior Debt I Fund A, PGIM Non-US Investors/US Senior Debt I Fund A, PGIM Senior Loan Opportunities I Co-Investment I, L.P., PGIM Senior Loan Opportunities (Parallel Fund) II, L.P., PGIM Non-US Investors/US Senior Debt I Fund, PGIM Non-US Investors/Non-US Senior Debt I Fund, PGIM Private Capital Fund (Ireland) ICAV, Private Placement Trust Investors, LLC, PGIM Global Investors/Global Senior Debt II Fund, PRIVEST, PRIVEST PLUS, PGIM Infrastructure Debt Fund, Gibraltar Universal Life Reinsurance Company, PRUCO Life Insurance Company, PRUCO Life Insurance Company of New Jersey, Prudential Annuities Life Assurance Corporation, Prudential Arizona Reinsurance Captive Company, Prudential Arizona Reinsurance Term Company, Prudential Arizona Reinsurance Universal Company, Prudential Legacy Insurance Company of New Jersey, Prudential Term Reinsurance Company, Prudential Universal Reinsurance Company, Universal Prudential Arizona Reinsurance Company, PAR U Hartford Life & Annuity Comfort Trust, PAR U Hartford Life Insurance Comfort Trust, PICA Hartford Life & Accident Comfort Trust, PICA Hartford Life & Annuity Comfort Trust, PICA Hartford Life Insurance Comfort Trust, PRUCO Reinsurance Ltd., The Gibraltar Life Insurance Co., Ltd., The Prudential Life Insurance Company, Ltd., Gibraltar Reinsurance Company Ltd., PGIM Warehouse, Inc., Dryden Arizona Reinsurance Term Company, Lotus Reinsurance Company Ltd., The Prudential Insurance Company of America.

FILING DATES: The application was filed on April 22, 2022, and amended on November 1, 2022 and February 3, 2023.

HEARING OR NOTIFICATION OF HEARING: An order granting the requested relief will be issued unless the Commission orders a hearing. Interested persons may request a hearing on any application by emailing the SEC’s Secretary at *Secretarys-Office@sec.gov* and serving the Applicants with a copy of the request by email, if an email address is listed for the relevant Applicant below, or personally or by mail, if a physical address is listed for the relevant Applicant below.

Hearing requests should be received by the Commission by 5:30 p.m. on March 28, 2023, and should be accompanied by proof of service on

¹ 15 U.S.C. 78f.² See Securities Exchange Act Release No. 95007 (May 31, 2022), 87 FR 34333 (June 6, 2022).³ Comment and response letters relating to the Form 1 Application are available on the Commission’s website at <https://www.sec.gov/comments/10-239/10-239.htm>.⁴ 15 U.S.C. 78s(a)(1)(B).⁵ See Securities Exchange Act Release No. 95651 (Sept. 1, 2022), 87 FR 54736 (Sept. 7, 2022).⁶ See *supra* note 3.⁷ Amendment No. 1 is available on the Commission’s website at <https://www.sec.gov/rules/other/2022/24x/24x-form-1.htm>.⁸ See Securities Exchange Act Release No. 96218 (Nov. 3, 2022), 87 FR 67725 (Nov. 9, 2022).⁹ Amendment No. 2 is available on the Commission’s website at <https://www.sec.gov/rules/other/2022/24x/24x-form-1.htm>.¹⁰ See Securities Exchange Act Release No. 96337 (Nov. 17, 2022), 87 FR 71388 (Nov. 22, 2022).¹¹ See Securities Exchange Act Release No. 96364 (Nov. 18, 2022), 87 FR 72553 (Nov. 25, 2022).¹² See *supra* note 3.¹³ See letter from Paul Adcock, Head of Equities and Senior Director, 24X, to Vanessa Countryman, Secretary, Commission, dated Feb. 16, 2023.