



**U.S. Small Business Administration**  
**Office of Investment and Innovation**  
**Policy Guidance**

**TO:** Small Business Investment Companies (SBICs)  
and SBIC Program Applicants

**CONTROL NUMBER:** OIIPG001

**SUBJECT:** SBIC policies and SOP updates  
Incorporating Reforms from the SBIC  
Investment Diversification and Growth  
Final Rule

**EFFECTIVE:** August 17, 2023

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The purpose of this policy guidance is to inform current and prospective Small Business Investment Companies (SBICs) of updates to program policies, information collections and standard operating procedures (SOP) related to and incorporating reforms from the [SBIC Investment and Diversification final rule](#) which SBA published in the Federal Register July 18, 2023[Citation: 88 FR 45982, Document # 2023-13981].

As a matter of practice, SBA endeavors to release updated policy and procedural materials expeditiously to minimize market disruptions and keep program stakeholders informed through the regulatory reform process. Engagement from program stakeholders is constructive and supportive of technical updates and continued program advancements. Program stakeholders can contact SBA's Office of Investment and Innovation by emailing [InvestInnovate@sba.gov](mailto:InvestInnovate@sba.gov).

## Summary of Updates

- **Standard Operating Procedures:** SBA is scheduled to publish a single Standard Operating Procedures (SOP), SOP 10 10 0, document for the Small Business Investment Company (SBIC) program. This SOP replaces all prior SBIC-related SOPs and Technotes, including, but not limited to, 10 04, 10 06, 10 07, 10 09, and Technotes 2 – 17. Publication of SOP 10 10 0 is scheduled to occur **on or before August 25, 2023**.
- **License Application:** SBA is publishing a new temporary Form 2181 effective August 17, 2023 in conjunction with the effective date of the final rule.
  - The new form includes the:
    - Short Form 2181 (Pre-Screen)
    - Long Form 2181 (Management Assessment Questionnaire/MAQ)
    - Sub Funds Form 2181 (Subsequent Funds)

- Going forward, SBA will no longer utilize separate Form 2182 and Form 2183 as part of the licensing process.
- In addition, SBA will permit SBIC applicants to use the legacy license application (Form 2181, Form 2182, Form 2183, and related exhibits) through September 30, 2023, **OR** to begin using the new Form 2181 effective August 17, 2023. If an applicant uses the legacy license application, please note the following:
  - Draft Limited Partnership Agreements (LPA), Private Placement Memorandum (PPM), General Partner Operating Agreement, and Management Agreement must be submitted with the MAQ application filing.
  - Applicants will have 12 months post Green Light Approval to file a Final License application.
- SBA welcomes feedback on the new form as the Agency progresses towards publishing a final version in September 2023.
- **SBIC Financial Reporting:** On August 22, 2023, SBA will publish new Excel-based versions of the Form 1031 (portfolio company financing) and Form 468 (SBIC financial report).
  - Form 1031, Form 468, Capital Certificates and other reports to all investors must be uploaded to SBIC-Web. Form 1031, Form 468 and Capital Certificates should be uploaded as Excel (.xls) files. SBIC-Web will be utilized to store and record receipt of all file submissions for Licensees.
- **Valuation Guidelines and Accounting Standards:** SBICs should continue to adhere to the SBA [SBIC Valuation Guidelines](#) and [Accounting Standards](#) as described in Appendix 15 and Appendix 14, respectively. However, effective August 17, 2023, Non-Leveraged Licensees are permitted to utilize [FASB GAAP](#) valuation guidelines and accounting standards as an alternative to SBA valuation guidelines and accounting standards.
- **Model Limited Partnership Agreement (LPA):** SBIC program applicants should continue to follow the existing [Model Debenture SBIC LPA Version 3.0](#) to the extent practicable. SBA intends to publish an updated version in a modular format in the fall of 2023. SBA notes that all bold, mandatory language set forth in the LPA must be retained; however, SBA acknowledges that deviations in LPA terms depend upon the investment strategy of the limited partnership.
- **Accrual Debenture Commitment Request and Draw Instructions:** SBA anticipates working with its current interim lender, Federal Home Loan Bank of Chicago, to facilitate the Accrual Debentures, and intends to publish detailed instructions regarding Accrual Debenture Commitment and Draw processes in the fall of 2023. SOP 10 10 0 will be updated to reflect the additional Commitment request and Draw instructions.