

*Electronic Comments*

- Use the Commission's internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an email to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number SR-NYSEAMER-2019-07 on the subject line.

*Paper Comments*

- Send paper comments in triplicate to Secretary, Securities and Exchange Commission, 100 F Street NE, Washington, DC 20549-1090.

All submissions should refer to File Number SR-NYSEAMER-2019-07. This file number should be included on the subject line if email is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's internet website (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for website viewing and printing in the Commission's Public Reference Room, 100 F Street NE, Washington, DC 20549 on official business days between the hours of 10:00 a.m. and 3:00 p.m. Copies of the filing also will be available for inspection and copying at the principal office of the Exchange. All comments received will be posted without change. Persons submitting comments are cautioned that we do not redact or edit personal identifying information from comment submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-NYSEAMER-2019-07 and should be submitted on or before April 22, 2019.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>15</sup>

**Eduardo A. Aleman,**

*Deputy Secretary.*

[FR Doc. 2019-06182 Filed 3-29-19; 8:45 am]

**BILLING CODE 8011-01-P**

## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-85420; File No. SR-FINRA-2019-003]

### Self-Regulatory Organizations; Financial Industry Regulatory Authority, Inc.; Order Approving Proposed Rule Change To Allow the Publication or Distribution of Aggregated Transaction Information and Statistics on Certain Non-Disseminated TRACE-Eligible Securities

March 26, 2019.

#### I. Introduction

On January 29, 2019, the Financial Industry Regulatory Authority, Inc. ("FINRA") filed with the Securities and Exchange Commission ("Commission"), pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")<sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> a proposed rule change to amend FINRA Rule 6750 to allow the publication or distribution of aggregated transaction information and statistics on certain non-disseminated TRACE-Eligible Securities at no charge. The proposed rule change was published for comment in the **Federal Register** on February 13, 2019.<sup>3</sup> The Commission received no comment letters on the proposed rule change. This order approves the proposed rule change.

#### II. Description of the Proposal

FINRA Rule 6750(a) provides that FINRA will publicly disseminate information on all transactions in TRACE-Eligible Securities<sup>4</sup> immediately upon receipt of a transaction report unless an exception applies. FINRA Rule 6750(c) sets out those exceptions.<sup>5</sup> In addition, FINRA offers a number of real-time and historic TRACE data products on disseminated transactions for a fee,<sup>6</sup> and also publishes and distributes aggregated transaction information and statistics on disseminated transactions at no charge.<sup>7</sup>

<sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>2</sup> 17 CFR 240.19b-4.

<sup>3</sup> See Securities Exchange Act Release No. 85073 (February 7, 2019), 84 FR 3842 (February 13, 2019) ("Notice").

<sup>4</sup> See FINRA Rule 6710(a) (defining "TRACE-Eligible Security").

<sup>5</sup> See FINRA Rule 6750(c). FINRA currently will not disseminate information for non-member affiliate transactions, certain transfers of proprietary interests, List or Fixed Offering Price or Takedown Transactions, and transactions in U.S. Treasury Securities and certain Securitized Products.

<sup>6</sup> See FINRA Rule 7730.

<sup>7</sup> See Notice, 84 FR at 3842.

FINRA has proposed to add Supplementary Material .01 to FINRA Rule 6750 to provide that, notwithstanding FINRA Rule 6750(c), FINRA may, in its discretion, publish or distribute aggregated transaction information and statistics on certain non-disseminated TRACE-Eligible Securities at no charge—unless FINRA submits a rule filing to the Commission imposing a fee for such data. FINRA stated in the Notice that it will not identify individual market participants or transactions or publish aggregated transaction information and statistics by individual securities. In addition, the proposed rule change will not apply to U.S. Treasury Securities. FINRA has stated that the proposed rule change will become effective the date of Commission approval.<sup>8</sup>

#### III. Discussion and Commission Findings

After careful consideration, the Commission finds that the proposed rule change is consistent with the requirements of the Act and the rules and regulations thereunder applicable to a national securities association.<sup>9</sup> In particular, the Commission finds that the proposed rule change is consistent with Section 15A(b)(6) of the Act,<sup>10</sup> which requires, among other things, that FINRA rules be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, and, in general, to protect investors and the public interest. The Commission believes that the proposal will promote some degree of public transparency, at no cost, for certain classes of TRACE-Eligible Securities for which individual transactions are not publicly disseminated. Moreover, the Commission believes that the proposal is reasonably designed to preserve the confidentiality of counterparty identities, consistent with the protection of investors and the public interest.

#### IV. Conclusion

*It is therefore ordered*, pursuant to Section 19(b)(2) of the Act,<sup>11</sup> that the proposed rule change (SR-FINRA-2019-003) is approved.

<sup>8</sup> See *id.* at 3843.

<sup>9</sup> In approving this proposal, the Commission has considered the proposed rule's impact on efficiency, competition, and capital formation. See 15 U.S.C. 78c(f).

<sup>10</sup> 15 U.S.C. 78o-3(b)(6).

<sup>11</sup> 15 U.S.C. 78s(b)(2).

<sup>15</sup> 17 CFR 200.30-3(a)(12).

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>12</sup>

**Eduardo A. Aleman,**

*Deputy Secretary.*

[FR Doc. 2019-06176 Filed 3-29-19; 8:45 am]

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-85426; File No. SR-NYSEARCA-2019-17]

### Self-Regulatory Organizations; NYSE Arca, Inc.; Notice of Filing and Immediate Effectiveness of Proposed Rule Change To Clarify Statements Made in a Recent Filing in Regards to the Six-Month Lookback Period for New Issues Added to the Penny Pilot on a Quarterly Basis

March 26, 2019.

Pursuant to Section 19(b)(1) <sup>1</sup> of the Securities Exchange Act of 1934 (the “Act”) <sup>2</sup> and Rule 19b-4 thereunder,<sup>3</sup> notice is hereby given that, on March 22, 2019, NYSE Arca, Inc. (“NYSE Arca” or the “Exchange”) filed with the Securities and Exchange Commission (the “Commission”) the proposed rule change as described in Items I and II, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

#### I. Self-Regulatory Organization’s Statement of the Terms of Substance of the Proposed Rule Change

The Exchange proposes to clarify statements made in a recent filing in regards to the six-month lookback period for new issues added to the Penny Pilot (“Pilot”) on a quarterly basis. The proposed rule change is available on the Exchange’s website at [www.nyse.com](http://www.nyse.com), at the principal office of the Exchange, and at the Commission’s Public Reference Room.

#### II. Self-Regulatory Organization’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of, and basis for, the proposed rule change and discussed any comments it received on the proposed rule change. The text of those statements may be examined at

the places specified in Item IV below. The Exchange has prepared summaries, set forth in sections A, B, and C below, of the most significant parts of such statements.

#### A. Self-Regulatory Organization’s Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

##### 1. Purpose

The Exchange proposes to clarify statements made in a recent filing in regards to the six-month lookback period for new issues added to the Pilot on a quarterly basis.

The Exchange recently filed to amend Commentary .02 to Rule 6.72-O, regarding the Pilot, to specify that replacement issues may be added to the Pilot on a quarterly basis (the “Quarterly Replacement Filing”).<sup>4</sup> In that filing, the Exchange noted that, as is the case today, the Exchange will determine replacement issues based on trading activity in the previous six months (the “six-month lookback”), but will not use the month immediately preceding the addition of a replacement to the Pilot. As an illustration of this six-month lookback period for new issues added on the second trading day following April 1, 2019, the Exchange erroneously stated that the trading volume considered would begin August 1, 2018 through February 28, 2019, when in fact the correct time period would be from September 1, 2018 through February 28, 2019 (as the time frame set forth in the Quarterly Replacement Filing covers seven months, not six).<sup>5</sup> The Exchange believes this filing would correct the inaccuracy in the Quarterly Replacement Filing with the correct six-month lookback dates, which should alleviate any potential confusion for regulators and market participants.

##### 2. Statutory Basis

The proposed rule change is consistent with Section 6(b) <sup>6</sup> of the Act, in general, and furthers the objectives of Section 6(b)(5),<sup>7</sup> in particular, in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in facilitating transactions in securities, and to remove impediments to and perfect the mechanisms of a free and

open market and a national market system.

The Exchange believes the proposal to clarify the six-month lookback for issues added in April 2019 would be based on trading volume beginning September 1, 2018 (as opposed to August 1st) through February 28, 2019 would promote just and equitable principles of trade as it would correct the inaccuracy in the Quarterly Replacement Filing with the correct six-month lookback dates, which should alleviate any potential confusion for regulators and market participants.

#### B. Self-Regulatory Organization’s Statement on Burden on Competition

The Exchange does not believe that the proposed rule change will impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. Instead, this proposal is designed to correct an inaccuracy in the Quarterly Replacement Filing, which should alleviate any potential confusion for regulators and market participants.

#### C. Self-Regulatory Organization’s Statement on Comments on the Proposed Rule Change Received From Members, Participants, or Others

No written comments were solicited or received with respect to the proposed rule change.

### III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The Exchange has filed the proposed rule change pursuant to Section 19(b)(3)(A)(iii) of the Act <sup>8</sup> and Rule 19b-4(f)(6) thereunder.<sup>9</sup> Because the proposed rule change does not: (i) significantly affect the protection of investors or the public interest; (ii) impose any significant burden on competition; and (iii) become operative prior to 30 days from the date on which it was filed, or such shorter time as the Commission may designate, if consistent with the protection of investors and the public interest, the proposed rule change has become effective pursuant to Section 19(b)(3)(A) of the Act and Rule 19b-4(f)(6)(iii) thereunder.

<sup>8</sup> 15 U.S.C. 78s(b)(3)(A)(iii).

<sup>9</sup> 17 CFR 240.19b-4(f)(6). In addition, Rule 19b-4(f)(6) requires a self-regulatory organization to give the Commission written notice of its intent to file the proposed rule change at least five business days prior to the date of filing of the proposed rule change, or such shorter time as designated by the Commission. The Commission has waived this requirement so that the Exchange may correct the inaccuracy in the Quarterly Replacement Filing without delay.

<sup>12</sup> 17 CFR 200.30-3(a)(12).

<sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>2</sup> 15 U.S.C. 78a.

<sup>3</sup> 17 CFR 240.19b-4.

<sup>4</sup> See Securities Exchange Act Release No. 85363 (March 19, 2019) (SR-NYSEARCA-2019-13).

<sup>5</sup> See *id.* The Rule continues to obligate the Exchange to announce the replacement issues by Trader Update. See Commentary .02 to Rule 6.72-O.

<sup>6</sup> 15 U.S.C. 78f(b).

<sup>7</sup> 15 U.S.C. 78f(b)(5).