

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: March 22, 2011.

**Elizabeth M. Murphy,**  
*Secretary.*

[FR Doc. 2011-7145 Filed 3-22-11; 4:15 pm]

**BILLING CODE 8011-01-P**

## SECURITIES AND EXCHANGE COMMISSION

### Sunshine Act Meeting

**Federal Register** citation of previous announcement: [76 FR 15352, March 21, 2011]

**STATUS:** Closed Meeting.

**PLACE:** 100 F Street, NE., Washington, DC.

**DATE AND TIME OF PREVIOUSLY ANNOUNCED MEETING:** March 24, 2011 at 2 p.m.

**CHANGE IN THE MEETING:** Additional Item.

The following matter will also be considered during the 2 p.m. Closed Meeting scheduled for Thursday, March 24, 2011:

Consideration of amicus participation.

Commissioner Casey, as duty officer, voted to consider the item listed for the Closed Meeting in closed session, and determined that no earlier notice thereof was possible.

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: March 22, 2011.

**Elizabeth M. Murphy,**  
*Secretary.*

[FR Doc. 2011-7143 Filed 3-22-11; 4:15 pm]

**BILLING CODE 8011-01-P**

## SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

### Circadian, Inc., Clean Energy Combustion, Inc. (n/k/a Clean Energy Combustion Systems, Inc.), Collectible Concepts Group, Inc., Communitronics of America, Inc. (n/k/a RPM Advantage, Inc.), and ConSyGen, Inc., Order of Suspension of Trading

March 22, 2011.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Circadian, Inc. because it has not filed any periodic reports since the period ended September 30, 1995.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Clean Energy Combustion, Inc. (n/k/a Clean Energy Combustion Systems, Inc.) because it has not filed any periodic reports since the period ended September 30, 2004.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Collectible Concepts Group, Inc. because it has not filed any periodic reports since the period ended November 30, 2007.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Communitronics of America, Inc. (n/k/a RPM Advantage, Inc.) because it has not filed any periodic reports since the period ended June 30, 2006.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of ConSyGen, Inc. because it has not filed any periodic reports since the period ended November 30, 2001.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed companies.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the securities of the above-listed companies is suspended for the period from 9:30 a.m. EDT on March 22, 2011, through 11:59 p.m. EDT on April 4, 2011.

By the Commission.

**Jill M. Peterson,**  
*Assistant Secretary.*

[FR Doc. 2011-7069 Filed 3-22-11; 11:15 am]

**BILLING CODE 8011-01-P**

## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-64096; File No. SR-Phlx-2011-34]

### Self-Regulatory Organizations; NASDAQ OMX PHLX LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change Relating to Singly Listed Options

March 18, 2011.

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> notice is hereby given that on March 15, 2011, NASDAQ OMX PHLX LLC (“Phlx” or “Exchange”) filed with the Securities and Exchange Commission (“SEC” or “Commission”) the proposed rule change as described in Items I, II, and III, below, which Items have been prepared by the Exchange. 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 amend its Fee Schedule to replace its Sector Index Options Fees and U.S. Dollar-Settled Foreign Currency Option Fees, in Section III of the Fee Schedule, with Singly Listed Options<sup>3</sup> Fees. Also, the Exchange is proposing to create new fees for equities, exchange-traded funds (“ETFs”) and Holding Company Depository Receipts (“HOLDERS”) which are not listed on another exchange.

While changes to the Fee Schedule pursuant to this proposal are effective upon filing, the Exchange has designated these changes to be operative on April 1, 2011.

The text of the proposed rule change is available on the Exchange’s Web site at <http://nasdaqtrader.com/micro.aspx?id=PHLXfilings>, 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 Exchange included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the

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

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

<sup>3</sup> For purposes of this filing, a Singly Listed Option means an option that is only listed on the Exchange and is not listed by any other national securities exchange.

proposed rule change. The text of these 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 aspects of such statements.

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

1. Purpose

The purpose of the proposed rule change is to create new fees titled

“Singly Listed Options” to recoup the increased costs associated with Singly Listed options as compared with Multiply Listed options.

The Exchange currently assesses fees for equity options as specified in Section II of the Fee Schedule titled “Equity Options Fees.” Section II includes options overlying equities, ETFs HOLDRS, BKX<sup>4</sup>, RUT<sup>5</sup>, RMN<sup>6</sup>, MNX<sup>7</sup> and NDX<sup>8</sup>. The Exchange currently assesses fees for sector index options and U.S. Dollar-Settled foreign currency options as specified in Section III of the Exchange’s Fee Schedule titled

“Sector Index Options Fees and U.S. Dollar-Settled Foreign Currency Option Fees.”

The Exchange is proposing to rename Section III as “Singly Listed Options” and create fees, which would apply to options overlying currencies,<sup>9</sup> equities, ETFs, indexes, and HOLDRS not listed on another exchange.<sup>10</sup> The proposed fees are as follows:

	Customer	Professional	Specialist, ROT, SQT and RSQT	Firm	Broker-dealer
Options Transaction Charge .....	\$ .35	\$ .45	\$ .35	\$ .45	\$ .45

The Exchange would remove the Sector Index Option Fees and the U.S. Dollar-Settled Foreign Currency Options Fees from Section III of the Exchange’s

Fee Schedule. Sector index options and U.S. Dollar-Settled foreign currency options would be subject to the proposed fees in Section III.<sup>11</sup> Currently,

the sector index options are assessed the following fees:

	Customer	Professional	Specialist, ROT, SQT and RSQT	Firm	Broker-dealer
Options Transaction Charge .....	\$ .44	\$ .35	\$ .35	\$ .30	\$ .45

U.S. Dollar-Settled foreign currency options, which include XDB, XDE, XDN, XDS, XDA, XDM, XEH, XEV,

XDZ, XDC and XDV, are assessed the following fees:

	Customer	Professional	Specialist, ROT, SQT and RSQT	Firm	Broker-dealer
Options Transaction Charge .....	\$ .44	\$ .30	\$ .30	\$ .30	\$ .45

In addition, the Exchange proposes to assess Singly Listed equities, ETFs and HOLDRS the proposed fees in Section III.<sup>12</sup> Singly listed equities, ETFs and

HOLDRS are currently subject to the fees in Section II.<sup>13</sup> The Exchange currently assesses equity options, including options overlying equities,

ETFs, HOLDRS, BKX, RUT, RMN, MNX and NDX, the following fees which are located in Section II of the Exchange’s Fee Schedule:

<sup>4</sup> BKX represents the KBW Bank Index.

<sup>5</sup> RUT represents the options on the Russell 2000® Index (the “Full Value Russell Index” or “RUT”).

<sup>6</sup> RMN represents options on the one-tenth value Russell 2000® Index<sup>6</sup> (the “Reduced Value Russell Index” or “RMN”).

<sup>7</sup> MNX represents options on the one-tenth value of the Nasdaq 100 Index traded under the symbol MNX (“MNX”).

<sup>8</sup> NDX represents options on the Nasdaq 100 Index<sup>8</sup> traded under the symbol NDX (“NDX”).

<sup>9</sup> The applicable U.S. dollar-settled foreign currency options include XDB, XDE, XDN, XDS,

XDA, XDM, XEH, XEV, XDZ, XDC and XDV (“Currencies”).

<sup>10</sup> The Exchange receives an overnight file from The Options Clearing Corporation, the Data Distribution Service feed, which provides the Exchange a list of options which are Singly and Multiply Listed. The Exchange provides its members with a symbol directory that indicates whether a security is Singly or Multiply Listed. This information, which is available on the exchange’s Web site, is updated daily. In the event that a Singly Listed option becomes Multiply Listed, the option would be assessed the fees in Section II of the Fee Schedule.

<sup>11</sup> The Exchange’s indexes and currencies, which are subject to the fees in Section III, are only listed on the Exchange and therefore Singly Listed.

<sup>12</sup> This fee proposal would not impact any equity options transacted in any of the symbols which are listed in Section I of the Exchange’s Fee Schedule titled “Rebates and Fees for Adding and Removing Liquidity in Select Symbols.” The Exchange is not amending Section I.

<sup>13</sup> Multiply Listed options overlying equities, ETFs, HOLDRS, BKX, RUT, RMN, MNX and NDX would continue to be subject to the fees in Section II. For purposes of this filing, a Multiply Listed security means an option that is listed on more than one exchange.

	Customer	Professional	Specialist, ROT, SQT and RSQT		Broker-dealer		Firm
			Electronic	Non-electronic	Electronic	Non-electronic	
Options Transaction Charge (Penny Pilot) .....	\$ .00	\$ .20	\$ .22	\$ .25	\$ .45	\$ .25	\$ .25
Options Transaction Charge (non-Penny Pilot) .....	.00	.20	.23	.25	.45	.25	.25
Options Surcharge in RUT, RMN, MNX and NDX .....	N/A	N/A	.15	.15	.15	.15	.15
Options Surcharge in BKX .....	N/A	N/A	.10	.10	.10	.10	.10

The Exchange is proposing to amend the Equity Options Fees in Section II by adding the words “which are Multiply Listed” to the title of Section II to clarify that Section II fees apply to Multiply Listed options.<sup>14</sup> The Exchange also proposes to amend this title consistently throughout the Fee Schedule. The Exchange also proposes to amend Section IV of the Exchange’s Fee Schedule, titled “PIXL Pricing,” to replace references to “Sector Index Options Fees and U.S. Dollar-Settled Foreign Currency Options” with the words “Singly Listed Options.” The Exchange is also proposing to amend the Table of Contents to reflect the proposed title for Section III, “Singly Listed Options.”

## 2. Statutory Basis

The Exchange believes that its proposal to amend its Fee Schedule is consistent with Section 6(b) of the Act<sup>15</sup> in general, and furthers the objectives of Section 6(b)(4) of the Act<sup>16</sup> in particular, in that it is an equitable allocation of reasonable fees and other charges among Exchange members and other persons using its facilities.

The Exchange believes that the proposed fees for Singly Listed Options are equitable because the Exchange is seeking to recoup the operational costs for Singly Listed options, which costs are higher than those for Multiply Listed options.<sup>17</sup> In addition, the Exchange believes that the proposed fees for Singly Listed options are equitable for the reasons specified below.

Customers currently pay: (i) No transaction fee for equity options; (ii) a \$.44 per contract fee for sector index options; and (iii) a \$.44 per contract fee for U.S. Dollar-Settled foreign currency

options. The Exchange is proposing to assess a \$.35 per contract fee to Customers trading Singly Listed options which includes Currencies, equities, ETFs, Indexes and HOLDRS. Customers transacting Multiply Listed equity options, ETFs or HOLDRS are currently assessed no transaction fee and this would not change with this proposal. Customers who currently transact Singly Listed equity options, ETFs or HOLDRS would now pay \$.35 per contract.<sup>18</sup> The Exchange believes that this fee increase is equitable because the Exchange incurs a higher operational cost on Singly Listed options as compared to Multiply Listed options as described above. The Exchange believes that it is equitable to assess Customers \$.35 per contract to transact Currencies and indexes, because today Customers pay \$.44 per contract to transact these products. Customers would benefit from the lower fee. The Exchange is able to lower the fee by offsetting the costs with the fee increase to Customers who transact Singly Listed equity options, ETFs and HOLDRS.

The Exchange believes that it is equitable to assess Specialists,<sup>19</sup> Registered Options Traders,<sup>20</sup> SQTs,<sup>21</sup> and RSQTs<sup>22</sup> a transaction fee of \$.35

<sup>18</sup> This excludes equity options which are subject to Section I of the Fee Schedule titled “Fees and Rebates for Adding and Removing Liquidity in Select Symbols.”

<sup>19</sup> A Specialist is an Exchange member who is registered as an options specialist pursuant to Rule 1020(a).

<sup>20</sup> A Registered Options Trader (“ROT”) includes a Streaming Quote Trader (“SQT”), a Remote Streaming Quote Trader (“RSQT”) and a Non-SQT ROT, which by definition is neither a SQT or a RSQT. A ROT is defined in Exchange Rule 1014(b) as a regular member or a foreign currency options participant of the Exchange located on the trading floor who has received permission from the Exchange to trade in options for his own account. See Exchange Rule 1014(b)(i) and (ii).

<sup>21</sup> An SQT is defined in Exchange Rule 1014(b)(ii)(A) as an ROT who has received permission from the Exchange to generate and submit option quotations electronically in options to which such SQT is assigned.

<sup>22</sup> A RSQT is defined in Exchange Rule 1014(b)(ii)(B) as an ROT that is a member or member organization with no physical trading floor presence who has received permission from the Exchange to generate and submit option quotations

per contract to transact Singly Listed Currencies, equities, ETFs, indexes and HOLDRS. Market makers<sup>23</sup> today are assessed Equity Options Fees for transacting equity options, ETFs or HOLDRS ranging from \$.10–\$.25 per contract depending on whether the transaction is electronic<sup>24</sup> or non-electronic, a Penny Pilot<sup>25</sup> or a non-Penny Pilot option or an option overlying RUT, RMN, MNX, NDX or BKX.<sup>26</sup> The Exchange believes that it is equitable to assess market makers \$.35 per contract for transacting Singly Listed equities, ETFs and HOLDRS pursuant to the proposed fees in Section III, because such orders would not be subject to payment for order flow. Currently, equity option transactions, including options overlying equities, ETFs, HOLDRS, BKX, RUT, RMN, MNX and NDX, are subject to certain payment for order flow fees.<sup>27</sup> The Exchange assesses Payment for Order Flow Fees of \$.25 per contract for options trading in the Penny Pilot Program and \$.70 per

electronically in options to which such RSQT has been assigned. An RSQT may only submit such quotations electronically from off the floor of the Exchange.

<sup>23</sup> The Exchange market maker category includes Specialists (see Rule 1020) and ROTs (Rule 1014(b)(i) and (ii), which includes SQTs (see Rule 1014(b)(ii)(A)) and RSQTs (see Rule 1014(b)(ii)(B)).

<sup>24</sup> Electronically delivered orders do not include orders delivered through the Floor Broker Management System.

<sup>25</sup> The Penny Pilot was established in January 2007; and in October 2009, it was expanded and extended through December 31, 2010. See Securities Exchange Act Release Nos. 55153 (January 23, 2007), 72 FR 4553 (January 31, 2007) (SR-Phlx–2006–74) (approval order establishing Penny Pilot); 60873 (October 23, 2009), 74 FR 56675 (November 2, 2009) (SR-Phlx–2009–91) (expanding and extending Penny Pilot); 60966 (November 9, 2009), 74 FR 59331 (November 17, 2009) (SR-Phlx–2009–94) (adding seventy-five classes to Penny Pilot); and 61454 (February 1, 2010), 75 FR 6233 (February 8, 2010) (SR-Phlx–2010–12) (adding seventy-five options classes to the Penny Pilot). See also Exchange Rule 1034.

<sup>26</sup> This excludes the symbols which are subject to Section I of the Fee Schedule, titled “Fees and Rebates for Adding and Removing Liquidity in Select Symbols.”

<sup>27</sup> This excludes the symbols which are subject to Section I of the Fee Schedule, titled “Fees and Rebates for Adding and Removing Liquidity in Select Symbols.”

<sup>14</sup> The proposed fees in Section III would apply to Singly Listed options.

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

<sup>16</sup> 15 U.S.C. 78f(b)(4).

<sup>17</sup> By way of example, in analyzing an obvious error, the Exchange would have additional data points available in establishing a theoretical price for a Multiply Listed option as compared to a Singly Listed option, which requires additional analysis and administrative time to comply with Exchange rules to resolve an obvious error.

contract for all other equity options.<sup>28</sup> The Exchange believes that it is equitable to assess market makers a higher rate for transacting Singly Listed equities, ETFs or HOLDRS because market makers would not be subject to Payment for Order Fees, as they are today and would continue to be under this proposal, when transacting Multiply Listed equities, ETFs or HOLDRS. The Exchange believes that increasing the fee assessed for indexes and Currencies from \$.30 to \$.35 per contract is equitable because as stated previously, the Exchange is seeking to recoup costs with respect to Singly Listed products. Additionally, the Exchange would be assessing the same fee on indexes and Currencies.

The Exchange believes that it is equitable to assess Professionals, Firms and Broker-Dealers \$.45 per contract to transact Singly Listed options including Currencies, equities, ETFs, indexes and HOLDRS. Currently, Professionals pay \$.20 per contract to transact equities, ETFs and HOLDRS, \$.35 per contract to transact indexes and \$.30 per contract to transact Currencies. The Exchange believes that the proposed \$.45 per contract Professional fee would be equitable because of the increased costs associated with Singly Listed options as explained above.

Broker-Dealers today are assessed Equity Options Fees for transacting equity options, ETFs or HOLDRS ranging from \$.10–\$.45 per contract depending on whether the transaction is electronic or non-electronic, a Penny Pilot or non-Penny Pilot option or an option overlying RUT, RMN, MNX, NDX or BKX. The Exchange believes that the proposed Broker-Dealer fee of \$.45 per contract is equitable because it is similar to the Exchange's fees for electronic transactions in Penny Pilot and non-Penny Pilot options.<sup>29</sup> Additionally, the Exchange believes that the proposed fee for both indexes and Currencies is equitable because the rates would remain the same as today.

Finally, Firms today are assessed fees for transacting equities, ETFs and HOLDRS which range from \$.10–\$.25 per contract. The Exchange believes that the proposed Firm fee of \$.45 per contract is equitable because of the higher costs associated with Singly Listed options as compared to Multiply Listed options as explained above. The Exchange believes that the increased costs also form an equitable basis to increase both the Broker-Dealer fees to

transact indexes and Currencies from \$.30 to \$.45 per contract.

The Exchange believes that the proposed fees are reasonable because the fees are consistent with price differentiation that exists today at all option exchanges. Other exchanges today charge different rates as between Multiply Listed products and Singly Listed products. For example, the Internal Securities Exchange, LLC ("ISE") assesses different fees for Customers who transact Multiply Listed options, indexes, ETFs and FX Options (\$.00) as compared to Customers who transact Singly Listed indexes, ETFs and FX Options (\$.18).<sup>30</sup>

The Exchange believes that the Customer rate of \$.35 per contract for Singly Listed Currencies, equities, ETFs and HOLDRS is reasonable because it is less than Customer rates assessed by NYSE Arca, Inc. ("NYSE Arca"), where a Customer electronically executing a Penny Pilot option or a foreign currency option is assessed a fee of \$.45 per contract.<sup>31</sup> The Exchange believes that the Customer rate of \$.35 per contract for Singly Listed indexes is reasonable because it is less than the rate assessed by ISE for SPX<sup>32</sup> of \$.44 per contract.<sup>33</sup>

The Exchange believes that the proposed rate of \$.45 per contract for Singly Listed Currencies, equities, ETFs, indexes and HOLDRS for Professionals and Firms is reasonable, because the Exchange is proposing to assess Firms and Professionals the same rate assessed on Broker-Dealers today. NYSE Arca assesses Firms that electronically execute foreign currency options an equity options transaction fee of \$.45 plus a royalty fee of \$.10 per contract.<sup>34</sup> The Exchange believes it is reasonable to assess a Professional a per contract fee of \$.45 per contract for transacting Singly Listed Currencies because the Exchange is assessing all market participants, except Customers and market makers, the same rate to transact Singly Listed Currencies. The Exchange believes that the price differentiation between market makers as compared to Firms, Broker-Dealers and Specialists is justified because market makers have obligations to the market, which do not apply to Firms, Professionals and Broker-Dealers.<sup>35</sup> The Exchange believes that assessing Customers a lower rate to transact Singly Listed indexes is

reasonable because all market participants benefit from Customer order flow.

The Exchange believes that its proposed rate of \$.45 per contract for Singly Listed indexes is reasonable because the Chicago Board Options Exchange, Incorporated ("CBOE") assesses a Firm and a Professional \$.40 per contract for trading SPX.<sup>36</sup> The Exchange believes that assessing Firms and Professionals \$.45 per contract in Singly Listed equities, ETFs and HOLDRS is reasonable because NYSE Arca assesses Firms and Broker-Dealers \$.50 per contract for equities, ETFs and HOLDRS that are not in the Penny Pilot.<sup>37</sup> The Exchange is not amending the rates it assesses Broker-Dealers for Singly Listed indexes and equities. The rate for Singly Listed equities, ETFs and HOLDRS is the same rate the Exchange assesses Broker-Dealers transacting electronic Penny Pilot and non-Penny Pilot orders today.<sup>38</sup> The Exchange believes that assessing Customers a lower rate to transact Singly Listed indexes is reasonable because it would increase Customer order flow to the Exchange and such increased liquidity would benefit all market participants.

Finally, the Exchange believes that assessing market makers a fee of \$.35 per contract for Singly Listed Currencies is reasonable because it is lower than the fee of \$.45 plus a royalty fee of \$.10 per contract that NYSE Arca assesses market makers that electronically execute foreign currency options.<sup>39</sup> The Exchange is not amending the fees assessed on market makers transacting Singly Listed indexes. The Exchange believes that it is reasonable to assess market makers a \$.35 per contract fee for equities, ETFs and HOLDRS because NYSE Arca assesses market makers \$.45 per contract to electronically execute Penny Pilot options.<sup>40</sup>

#### *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 not necessary or appropriate in furtherance of the purposes of the Act.

<sup>28</sup> See ISE's Schedule of Fees.

<sup>29</sup> See NYSE Arca's Fee Schedule.

<sup>30</sup> SPX refers to options on the Standard & Poor's 500 Index.

<sup>31</sup> See ISE's Schedule of Fees.

<sup>32</sup> See NYSE Arca's Fee Schedule.

<sup>33</sup> See Exchange Rule 1014 titled "Obligations and Restrictions Applicable to Specialists and Registered Options Traders."

<sup>34</sup> See CBOE's Fees Schedule. CBOE also assesses a surcharge fee of \$.10 for SPX which applies to all non-public customer transactions, including voluntary professionals, and professionals.

<sup>35</sup> See NYSE Arca's Fee Schedule. Presumably, this includes options only listed on NYSE Arca.

<sup>36</sup> See Section II of the Exchange's Fee Schedule.

<sup>37</sup> See NYSE Arca's Fee Schedule.

<sup>38</sup> See NYSE Arca's Fee Schedule.

<sup>39</sup> See NYSE Arca's Fee Schedule.

<sup>40</sup> See NYSE Arca's Fee Schedule.

<sup>28</sup> There are no Payment for Order Flow Fees on trades that are not delivered electronically.

<sup>29</sup> See Section II of the Exchange's Fee Schedule.

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

No written comments were either solicited or received.

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

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A)(ii) of the Act.<sup>41</sup> At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings to determine whether the proposed rule should be approved or disapproved.

### IV. Solicitation of Comments

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

#### *Electronic Comments*

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number SR-Phlx-2011-34 on the subject line.

#### *Paper Comments*

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

All submissions should refer to File Number SR-Phlx-2011-34. This file number should be included on the subject line if e-mail 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 Web site (<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 Web site viewing and printing in the Commission's Public Reference Room on official business days between the hours of 10 a.m. and 3 p.m. Copies of such filing also will be available for inspection and copying at the principal offices of the Exchange. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-Phlx-2011-34, and should be submitted on or before April 14, 2011.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>42</sup>

**Cathy H. Ahn,**  
*Deputy Secretary.*

[FR Doc. 2011-6908 Filed 3-23-11; 8:45 am]

**BILLING CODE 8011-01-P**

## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-64097; File No. SR-BX-2010-079]

### Self-Regulatory Organizations; NASDAQ OMX BX, Inc.; Order Approving Proposed Rule Change To Amend Chapter IV of the BOX Rules To Allow Executing Participants To Provide BOX a List of the Order Flow Providers for Which the Executing Participants Will Provide Directed Order Services

March 18, 2011.

#### I. Introduction

On December 3, 2010, NASDAQ OMX BX, Inc. (the "Exchange") 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 proposal to amend the rules governing its Directed Order process to: (i) Allow an Executing Participant ("EP") to provide BOX a list of the Order Flow Providers ("OFPs") for which the EP will provide Directed Order services and (ii) provide that BOX would reveal to the EP the participant ID of the OFP sending the Directed

Order.<sup>3</sup> The proposed rule change was published for comment in the **Federal Register** on December 20, 2010.<sup>4</sup> The Commission received no comments on the proposal. This order approves the proposal.

#### II. Description of the Proposal

Under the BOX's Directed Order process, Market Makers on BOX are able to handle orders on an agency basis directed to them by OFPs. An OFP sends a Directed Order to BOX with a designation of the Market Maker to whom the order is to be directed. BOX then routes the Directed Order to the appropriate Market Maker. Under Chapter VI, Section 5(c)(ii) of the BOX Rules, a Market Maker only has two choices when receiving a Directed Order: (1) Submit the order to the Price Improvement Period auction process ("PIP");<sup>5</sup> or (2) send the order back to BOX for placement onto the BOX Book.

A Market Maker who desires to accept Directed Orders must systemically indicate that it is an EP whenever the Market Maker wishes to receive Directed Orders from the BOX Trading Host. If a Market Maker does not systemically indicate that it is an EP, then the BOX Trading Host will not forward any Directed Orders to that Market Maker. In such a case, the BOX Trading Host will send the order directly to the BOX Book. If a Market Maker has systemically indicated that it wishes to receive Directed Orders, it shall not, under any circumstances, reject the receipt of a Directed Order from the BOX Trading Host nor reject the Directed Order back to the OFP who sent it.<sup>6</sup>

The Exchange proposes to amend Chapter VI, Section 5(c)(i) of the BOX Rules to allow EPs to provide BOX a list of OFPs for which the EP will provide Directed Order services. Under the proposal, prior to accepting any Directed Order through the Trading Host, an EP must inform BOX of the OFPs from whom it has agreed to accept Directed Orders ("Listed OFPs" or "LOFPs"). The Trading Host will then only send to the EP Directed Orders from LOFPs. Further, under the proposal, the BOX Trading Host would

<sup>3</sup> Shortly after the filing of the proposed rule change, the Exchange withdrew an earlier proposal relating to the non-anonymity of Directed Orders (SR-BSE-2005-52). See Securities Exchange Act Release No. 53357 (February 23, 2006), 71 FR 10730 (March 2, 2006) (SR-BSE-2005-52).

<sup>4</sup> See Securities Exchange Act Release No. 63539 (December 14, 2010), 75 FR 79429 ("Notice").

<sup>5</sup> See Chapter V, Section 18 of the BOX Rules.

<sup>6</sup> See Chapter VI, Section 5(c)(i) of the BOX Rules.

<sup>42</sup> 17 CFR 200.30-3(a)(12).

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

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

<sup>41</sup> 15 U.S.C. 78s(b)(3)(A)(ii).