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Required fields are shown with yellow backgrounds and asterisks.

Page 1 of * 32

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
Form 19b-4

File No.* SR - 2012 - * 68
Amendment No. (req. for Amendments *)

Proposed Rule Change by NYSE MKT LLC.

Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

Initial *	Amendment *	Withdrawal	Section 19(b)(2) *	Section 19(b)(3)(A) *	Section 19(b)(3)(B) *
☑	☐	☐	☐	☑	☐

Pilot	Extension of Time Period for Commission Action *	Date Expires *
☐	☐	

Rule

19b-4(f)(1)	19b-4(f)(2)	19b-4(f)(3)	19b-4(f)(4)	19b-4(f)(5)	19b-4(f)(6)
☐	☐	☐	☐	☐	☑

Exhibit 2 Sent As Paper Document ☐

Exhibit 3 Sent As Paper Document ☐

Description

Provide a brief description of the proposed rule change (limit 250 characters, required when Initial is checked *).

Proposal to amend its rules to delete obsolete and out dated rules

Contact Information

Provide the name, telephone number and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the proposed rule change.

First Name * Christopher Last Name * Twomey

Title * Senior Counsel NYSE Regulation

E-mail * ctwomey@nyx.com

Telephone * (212) 656-5005 Fax (212) 656-2223

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934,

has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized officer.

Date 11/14/2012

By Sudhir Bhattacharyya (Name *)

Vice President (Title *)

NOTE: Clicking the button at right will digitally sign and lock this form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.

Sudhir Bhattacharyya,

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFS website.

Form 19b-4 Information (required) Add Remove View	The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.
Exhibit 1 - Notice of Proposed Rule Change (required) Add Remove View	The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO] -xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)
Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications Add Remove View Exhibit Sent As Paper Document ☐	Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.
Exhibit 3 - Form, Report, or Questionnaire Add Remove View Exhibit Sent As Paper Document ☐	Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.
Exhibit 4 - Marked Copies Add Remove View	The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.
Exhibit 5 - Proposed Rule Text Add Remove View	The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change.
Partial Amendment Add Remove View	If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

1. Text of the Proposed Rule Change

(a) NYSE MKT LLC ("NYSE MKT" or the "Exchange") proposes to amend its rules to delete obsolete and out-dated rules. The text of the proposed rule change is attached hereto as Exhibit 5, and is available on the Exchange's Web site at www.nyse.com, at the Exchange's principal office, and at the Public Reference Room of the Securities and Exchange Commission (the "Commission").

(b) The Exchange does not believe that the proposed rule change will have any direct effect, or any significant indirect effect, on any other Exchange rule in effect at the time of this filing.

(c) Not applicable.

2. Procedures of the Self-Regulatory Organization

Senior management has approved the proposed rule change pursuant to authority delegated to it by the Board of the Exchange. No further action is required under the Exchange's governing documents. Therefore, the Exchange's internal procedures with respect to the proposed rule change are complete. The persons on the Exchange staff prepared to respond to questions and comments on the proposed rule change are:

Clare Saperstein Vice President NYSE Regulation (212) 656-2355	Christopher J. Twomey Senior Counsel NYSE Regulation (212) 656-5005

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

(a) Purpose

The Exchange proposes to amend its rules to delete obsolete and out-dated rules. By removing these obsolete and out-dated rules, the Exchange is not proposing to change or alter any obligations, rights, policies or practices enumerated within its rules. Rather, the proposal to delete obsolete and out-dated rules will reduce any potential confusion that may result from having obsolete rules continue to appear in the Exchange's rulebook.

As part of its review to identify obsolete and out-dated rules, the Exchange proposes to delete rules that relate to trading systems that have since been decommissioned by the Exchange and rules that were superseded by later-implemented rules governing the same conduct or circumstances. In particular,

the proposed rule changes relate to Exchange rules that previously governed equity trading at the Exchange.

Background

In September 2008, NYSE Euronext acquired the American Stock Exchange LLC ("Amex").[1] As part of the integration of the companies, in December 2008, the Exchange relocated trading in its listed equity securities from Amex's trading floor located at 86 Trinity Place in New York to the New York Stock Exchange's ("NYSE") trading floor located at 11 Wall Street, and adapted the NYSE equities trading platform to trade those securities. The Exchange also adopted equity trading rules for NYSE MKT based on the NYSE's equities trading rules.[2] By their terms, the Exchange's new equities trading rules superseded the AEMI rules (and certain other Amex rules that were inconsistent with the new rules) for all trading in Exchange-listed equity securities.[3]

Specifically, pursuant to Rule 0(b), all transactions conducted on or through the systems and facilities of the NYSE are governed by the Equities Rules in accordance with Rule 0-Equities. Rule 0-Equities further provides that the Equities Rules govern all transactions conducted on the Equities Trading System, i.e., the systems operated by the NYSE.

Proposed Rule Deletions

The following identifies by category the legacy Amex, now NYSE MKT Rules that can be deleted in their entirety as obsolete and out-dated:

1. AEMI Rules

Many of the rules being proposed for deletion relate to the "Auction & Electronic Market Integration" ("AEMI") platform, which Amex operated from September 2006 to November 2008 for trading of listed equity securities. The so-called AEMI rules were adopted in September 2006 in conjunction with the rollout of the AEMI trading system.[4] As noted in Rule 0(a), the AEMI rules governed

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1 *See* Securities Exchange Act Release No. 58673 (September 29, 2008), 73 FR 57707 (October 3, 2008) (SR-Amex-2008-62 and SR-NYSE-2008-60).

2 *See* Securities Exchange Act Release No. 58705 (October 1, 2008), 73 FR 58995 (October 8, 2008) (SR-Amex-2008-63) (Order Granting Approval of Proposed Rule Change to Establish New Membership, Member Firm Conduct, and Equity Trading Rules Following the Exchange's Acquisition by NYSE Euronext).

3 *See* NYSE MKT Rule 0(b) and NYSE MKT Rule 0 - Equities.

4 *See* Securities Exchange Act Release No. 54552 (Sept. 29, 2006), 71 FR 59546 (Oct. 10, 2006) (SR-Amex-2005-104).

trading on the systems formerly located at 86 Trinity Place, which are no longer operating. NYSE MKT is now proposing to delete the AEMI rules on the basis that the system that they govern is no longer operative.[5]

2. Rules that were superseded by AEMI but never deleted

The AEMI system was rolled out in phases starting in 2006. Although the AEMI rules were intended to supersede the Amex's then-existing equities trading rules, certain of those equities trading rules were left in place pending the completion of the AEMI rollout, and upon completion, were to have been deleted via a rule filing with the Commission.[6] To the best of the Exchange's knowledge, that filing was never made. Because of the provision in the AEMI rules making those rules definitively obsolete, the adoption of new equities trading rules in December 2008, and the fact that those rules are no longer consistent with current Exchange systems, the Exchange proposes to delete those enumerated rules now in order to avoid any confusion within the rulebook.[7] For example, NYSE MKT Rule 100 is now addressed in NYSE MKT Rule 51- Equities (for equities trading) and NYSE MKT Rule 901NY (for options trading). As another example, NYSE MKT Rule 108, which governs priority and parity at openings for equities trading, is now governed by NYSE MKT Rules 72 – Equities and 115A – Equities. In summary, the rules being deleted are now all covered in the equities rules that govern trading at the Exchange.[8]

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5 *See* NYSE MKT Rules 1-AEMI through 719-AEMI and AEMI-One Rules.

Although the Exchange is proposing to delete most of the AEMI rules, it is retaining certain rules that contain definitions that are relevant to current listing and trading in Portfolio Depository Receipts (Rule 1000-AEMI); Index Fund Shares (Rule 1000A-AEMI); Rules of General Applicability (relating to trading of Trust Issued Receipts) (Rule 1200-AEMI); Commodity-Based Trust Shares (Rule 1200A-AEMI); Currency Trust Shares (Rule 1200B-AEMI); and Trading of Partnership Units (Rule 1500-AEMI). The Exchange intends to review the placement of these rules, and their possible relocation, in a subsequent phase of its rule review project. In addition, the Exchange is not proposing to delete NYSE MKT Rule 910 – AEMI until such time that the Amex Company Guide is similarly updated to reflect the appropriate cross reference.

6 *See* Section (e) of NYSE MKT Rule 1A-AEMI.

7 *See* NYSE MKT Rules 100, 108, 109, 110, 112, 115, 118, 119, 123, 124, 126, 127, 131, 131A, 132, 135, 135A, 151, 152, 153, 154, 155, 156, 157, 178, 179, 200, 205, 206 and 207.

8 *See supra* footnotes 2 and 3.

3. Equities trading rules that are superseded by later-adopted trading rules

As noted above, in connection with its integration into NYSE Euronext, the Exchange adopted new equities trading rules based on the NYSE equities trading rules. Because the rules were adopted while NYSE MKT continued to operate at the 86 Trinity Place location, the Exchange did not simultaneously delete previous rules that were being superseded by the new equities trading rules. Instead, the Exchange adopted Rule 0- Equities, which explained that the new rules superseded any of the old rules that were inconsistent. For the sake of clarity, the Exchange now proposes to delete the former Amex equities trading rules that, pursuant to Rule 0-Equities are now superseded by the equities rules.[9]

4. After-hours trading rules

Since the integration of the Exchange into NYSE Euronext, the Exchange has conducted its after-hours trading through the NYSE's trading systems, and consequently adopted a version of the NYSE's after-hours trading rules.[10] Because the Exchange has adopted superseding rules for after-hours trading, the Exchange proposes to delete the prior set of rules relating to after-hours trading.[11]

5. Cross-references

The Exchange is also proposing to amend those rules that cross-reference rules that are being deleted pursuant to this filing.[12]

(b) Statutory Basis

The Exchange believes that its proposal is consistent with Section 6(b) of the Act,[13] in general, and furthers the objectives of Section 6(b)(5) of the Act,[14] in particular, in that, by deleting obsolete and out-dated rules, it promotes just and equitable principles of trade, removes impediments to and perfects the mechanism

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9 *See* NYSE MKT Rules 5, 6, 7, 8, 9, 10, 13, 14, 15, 16, 17, 18, 19, 20, 23, 25, 26, 27, 28, 29, 30A, 60, 62, 63, 101, 102, 103, 104, 105, 106, 107, 111, 114, 116, 117, 117A, 119A, 120, 121, 122, 125, 128, 129, 130, 133, 134, 136, 140, 150, 153A, 176, 177, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 201, 202, 203, 204 and 208.

10 See NYSE MKT Rules 900-Equities – 907-Equities.

11 *See* NYSE MKT Rules 1300 through 1306.

12 *See* NYSE MKT Rules 905G and Commentary .02 to 906.

13 15 U.S.C. §78f(b)

14 15 U.S.C. §78f(b)(5)

of a free and open market and a national market system, and, in general, helps to protect investors and the public interest by providing transparency as to which rules are operable and reducing potential confusion that may result from having obsolete or out-dated rules in the Exchange's rulebook. The Exchange further believes that the proposal removes impediments to and perfects the mechanism of a free and open market by ensuring that members, regulators and the public can more easily navigate the Exchange's rulebook and better understand what obligations attach and when.

4. 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.

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

The Exchange has neither solicited nor received written comments on the proposed rule change.

6. Extension of Time Period for Commission Action

The Exchange does not consent at this time to an extension of the time period specified in Section 19(b)(2) of the Act.

7. Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)

The Exchange believes that the proposal qualifies for immediate effectiveness upon filing as a "non-controversial" rule change in accordance with Section 19(b)(3)(A) of the Act[15] and Rule 19b-4(f)(6) thereunder.[16]

The Exchange asserts that the proposed rule change (i) will not significantly affect the protection of investors or the public interest, (ii) will not impose any significant burden on competition, and (iii) by its terms, will not become operative for 30 days after the date of this filing, or such shorter time as the Commission may designate, if consistent with the protection of investors and the public interest. In addition, the Exchange provided the Commission with written notice of its intent to file the proposed rule change, along with a brief description and text of the proposed rule change, at least five business days prior to the date of filing, or such shorter time as the Commission may designate.

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[15] 15 U.S.C. 78s(b)(3)(A).

[16] 17 CFR 240.19b-4(f)(6).

The Exchange believes that the proposed filing is non-controversial because it simply seeks to delete rules that by virtue of previously approved rule filings are no longer operative. The fact that obsolete rules remain on the Exchange's rule book can lead to confusion and the Exchange believes that deleting these obsolete rules, the public will be better able to navigate the Exchange's rule book.

For the foregoing reasons, the Exchange believes that this rule filing qualifies for immediate effectiveness as a "non-controversial" rule change. 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.

8. Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or of the Commission

The proposed rule change is not based on the rules of another self-regulatory organization, or of the Commission.

9. Exhibits

Exhibit 1 – Form of notice of proposed rule change for Federal Register

Exhibit 5 – Text of proposed rule change

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34- ; File No. SR-NYSEMKT-2012-68)

[Date]

Self-Regulatory Organizations; NYSE MKT LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change Amending Its Rules to Delete Obsolete and Out-Dated Rules

Pursuant to Section 19(b)(1)[1] of the Securities Exchange Act of 1934 (the "Act")[2] and Rule 19b-4 thereunder,[3] notice is hereby given that on November 14, 2012, NYSE MKT LLC (the "Exchange" or "NYSE MKT") filed with the Securities and Exchange Commission (the "Commission") the proposed rule change as described in Items I, II, and III below, 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 amend its rules to delete obsolete and out-dated rules. The text of the proposed rule change is available on the Exchange's website at 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

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1 15 U.S.C.78s(b)(1).

2 15 U.S.C. 78a.

3 17 CFR 240.19b-4.

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 amend its rules to delete obsolete and out-dated rules. By removing these obsolete and out-dated rules, the Exchange is not proposing to change or alter any obligations, rights, policies or practices enumerated within its rules. Rather, the proposal to delete obsolete and out-dated rules will reduce any potential confusion that may result from having obsolete rules continue to appear in the Exchange's rulebook.

As part of its review to identify obsolete and out-dated rules, the Exchange proposes to delete rules that relate to trading systems that have since been decommissioned by the Exchange and rules that were superseded by later-implemented rules governing the same conduct or circumstances. In particular, the proposed rule changes relate to Exchange rules that previously governed equity trading at the Exchange.

Background

In September 2008, NYSE Euronext acquired the American Stock Exchange LLC ("Amex").[4] As part of the integration of the companies, in December 2008, the

[4] *See* Securities Exchange Act Release No. 58673 (September 29, 2008), 73 FR 57707 (October 3, 2008) (SR-Amex-2008-62 and SR-NYSE-2008-60).

Exchange relocated trading in its listed equity securities from Amex's trading floor located at 86 Trinity Place in New York to the New York Stock Exchange's ("NYSE") trading floor located at 11 Wall Street, and adapted the NYSE equities trading platform to trade those securities. The Exchange also adopted equity trading rules for NYSE MKT based on the NYSE's equities trading rules.[5] By their terms, the Exchange's new equities trading rules superseded the AEMI rules (and certain other Amex rules that were inconsistent with the new rules) for all trading in Exchange-listed equity securities.[6]

Specifically, pursuant to Rule 0(b), all transactions conducted on or through the systems and facilities of the NYSE are governed by the Equities Rules in accordance with Rule 0-Equities. Rule 0-Equities further provides that the Equities Rules govern all transactions conducted on the Equities Trading System, i.e., the systems operated by the NYSE.

Proposed Rule Deletions

The following identifies by category the legacy Amex, now NYSE MKT Rules that can be deleted in their entirety as obsolete and out-dated:

1. AEMI Rules

Many of the rules being proposed for deletion relate to the "Auction & Electronic Market Integration" ("AEMI") platform, which Amex operated from September 2006 to November 2008 for trading of listed equity securities. The so-called AEMI rules were adopted in September 2006 in conjunction with the

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5 *See* Securities Exchange Act Release No. 58705 (October 1, 2008), 73 FR 58995 (October 8, 2008) (SR-Amex-2008-63) (Order Granting Approval of Proposed Rule Change to Establish New Membership, Member Firm Conduct, and Equity Trading Rules Following the Exchange's Acquisition by NYSE Euronext).

6 *See* NYSE MKT Rule 0(b) and NYSE MKT Rule 0 - Equities.

rollout of the AEMI trading system.[7] As noted in Rule 0(a), the AEMI rules governed trading on the systems formerly located at 86 Trinity Place, which are no longer operating. NYSE MKT is now proposing to delete the AEMI rules on the basis that the system that they govern is no longer operative.[8]

2. Rules that were superseded by AEMI but never deleted

The AEMI system was rolled out in phases starting in 2006. Although the AEMI rules were intended to supersede the Amex's then-existing equities trading rules, certain of those equities trading rules were left in place pending the completion of the AEMI rollout, and upon completion, were to have been deleted via a rule filing with the Commission.[9] To the best of the Exchange's knowledge, that filing was never made. Because of the provision in the AEMI rules making those rules definitively obsolete, the adoption of new equities trading rules in December 2008, and the fact that those rules are no longer consistent with current Exchange systems, the Exchange proposes to delete those enumerated rules now

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7 *See* Securities Exchange Act Release No. 54552 (Sept. 29, 2006), 71 FR 59546 (Oct. 10, 2006) (SR-Amex-2005-104).

8 *See* NYSE MKT Rules 1-AEMI through 719-AEMI and AEMI-One Rules.

Although the Exchange is proposing to delete most of the AEMI rules, it is retaining certain rules that contain definitions that are relevant to current listing and trading in Portfolio Depository Receipts (Rule 1000-AEMI); Index Fund Shares (Rule 1000A-AEMI); Rules of General Applicability (relating to trading of Trust Issued Receipts) (Rule 1200-AEMI); Commodity-Based Trust Shares (Rule 1200A-AEMI); Currency Trust Shares (Rule 1200B-AEMI); and Trading of Partnership Units (Rule 1500-AEMI). The Exchange intends to review the placement of these rules, and their possible relocation, in a subsequent phase of its rule review project. In addition, the Exchange is not proposing to delete NYSE MKT Rule 910 – AEMI until such time that the Amex Company Guide is similarly updated to reflect the appropriate cross reference.

9 *See* Section (e) of NYSE MKT Rule 1A-AEMI.

in order to avoid any confusion within the rulebook.[10] For example, NYSE MKT Rule 100 is now addressed in NYSE MKT Rule 51- Equities (for equities trading) and NYSE MKT Rule 901NY (for options trading). As another example, NYSE MKT Rule 108, which governs priority and parity at openings for equities trading, is now governed by NYSE MKT Rules 72 – Equities and 115A – Equities. In summary, the rules being deleted are now all covered in the equities rules that govern trading at the Exchange.[11]

3. Equities trading rules that are superseded by later-adopted trading rules

As noted above, in connection with its integration into NYSE Euronext, the Exchange adopted new equities trading rules based on the NYSE equities trading rules. Because the rules were adopted while NYSE MKT continued to operate at the 86 Trinity Place location, the Exchange did not simultaneously delete previous rules that were being superseded by the new equities trading rules. Instead, the Exchange adopted Rule 0- Equities, which explained that the new rules superseded any of the old rules that were inconsistent. For the sake of clarity, the Exchange now proposes to delete the former Amex equities trading rules that, pursuant to Rule 0-Equities are now superseded by the equities rules.[12]

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10 *See* NYSE MKT Rules 100, 108, 109, 110, 112, 115, 118, 119, 123, 124, 126, 127, 131, 131A, 132, 135, 135A, 151, 152, 153, 154, 155, 156, 157, 178, 179, 200, 205, 206 and 207.

11 *See supra* footnotes 5 and 6.

12 *See* NYSE MKT Rules 5, 6, 7, 8, 9, 10, 13, 14, 15, 16, 17, 18, 19, 20, 23, 25, 26, 27, 28, 29, 30A, 60, 62, 63, 101, 102, 103, 104, 105, 106, 107, 111, 114, 116, 117, 117A, 119A, 120, 121, 122, 125, 128, 129, 130, 133, 134, 136, 140, 150, 153A, 176, 177, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 201, 202, 203, 204 and 208.

4. After-hours trading rules

Since the integration of the Exchange into NYSE Euronext, the Exchange has conducted its after-hours trading through the NYSE's trading systems, and consequently adopted a version of the NYSE's after-hours trading rules.[13] Because the Exchange has adopted superseding rules for after-hours trading, the Exchange proposes to delete the prior set of rules relating to after-hours trading.[14]

5. Cross-references

The Exchange is also proposing to amend those rules that cross-reference rules that are being deleted pursuant to this filing.[15]

2. Statutory Basis

The Exchange believes that its proposal is consistent with Section 6(b) of the Act,[16] in general, and furthers the objectives of Section 6(b)(5) of the Act,[17] in particular, in that, by deleting obsolete and out-dated rules, it promotes just and equitable principles of trade, removes impediments to and perfects the mechanism of a free and open market and a national market system, and, in general, helps to protect investors and the public interest by providing transparency as to which rules are operable and reducing potential confusion that may result from having obsolete or out-dated rules in the Exchange's rulebook. The Exchange further believes that the proposal removes impediments to and perfects the mechanism of a free and open market by ensuring that members, regulators

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13 See NYSE MKT Rules 900-Equities – 907-Equities.

14 *See* NYSE MKT Rules 1300 through 1306.

15 *See* NYSE MKT Rules 905G and Commentary .02 to 906.

16 15 U.S.C. §78f(b)

17 15 U.S.C. §78f(b)(5)

and the public can more easily navigate the Exchange's rulebook and better understand what obligations attach and when.

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.

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[18] and Rule 19b-4(f)(6) thereunder.[19] 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.

A proposed rule change filed under Rule 19b-4(f)(6)[20] normally does not become operative prior to 30 days after the date of the filing. However, pursuant to Rule

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[18] 15 U.S.C. 78s(b)(3)(A)(iii).

[19] 17 CFR 240.19b-4(f)(6).

[20] 17 CFR 240.19b-4(f)(6).

19b4(f)(6)(iii),[21] the Commission may designate a shorter time if such action is consistent with the protection of investors and the public interest.

At any time within 60 days of the filing of such 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.

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. Please include File Number SR-NYSEMKT-2012-68 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-NYSEMKT-2012-68. 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 website

[21] 17 CFR 240.19b-4(f)(6)(iii).

(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 Section, 100 F Street, NE, Washington, DC 20549-1090. Copies of the filing will also be available for inspection and copying at the NYSE's principal office and on its Internet website at www.nyse.com. 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-NYSEMKT-2012-68 and should be submitted on or before [insert date 21 days from publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.[22]

Kevin M. O'Neill
Deputy Secretary

[22] 17 CFR 200.30-3(a)(12).

EXHIBIT 5

Text of the Proposed Rule Change:[1]

NYSE MKT Rules

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General and Floor Rules

[Rule 5. Over-the-Counter Execution of Equity Securities Transactions]

Entire text deleted.

[Rule 6. Execution of Transactions in Bonds on Exchange Required—Exceptions]

Entire text deleted.

[Rule 7. Short Sales]

Entire text deleted.

[Rule 8. Stamp Taxes]

Entire text deleted.

[Rule 9. Securities "When Issued"]

Entire text deleted.

[Rule 10. Communications to Exchange]

Entire text deleted.

[Rule 13. Members' Access to Records]

Entire text deleted.

[Rule 14. Posting Salaried Market Employee]

Entire text deleted.

[Rule 15. Loans by Members]

Entire text deleted.

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[1] New text is underscored and deleted text is in brackets.

[Rule 17. Transactions in Rights and Warrants]

Entire text deleted.

[Rule 18. Withdrawal from Listing]

Entire text deleted.

[Rule 19. "When Distributed" Trading]

Entire text deleted.

[Rule 20. "When Issued" Trading]

Entire text deleted.

[Rule 23. Members' Off-Floor Trading]

Entire text deleted.

[Rule 24. Block Transactions]

Entire text deleted.

[Rule 25. Cabinet Trading of Equity and Derivative Securities]

Entire text deleted.

[Rule 26. Performance Committee]

Entire text deleted.

[Rule 27. Allocations Committee]

Entire text deleted.

[Rule 28. Allocation of Securities Admitted to Dealings on an Unlisted Trading Privileges ("UTP") Basis]

Entire text deleted.

[Rule 29. Market Quality Committee]

Entire text deleted.

[Rule 30A. Periodic Reports— Short Positions]

Entire text deleted.

[Rule 60. Responsibility for PER and AMOS Orders; Disclaimer of NYSE Liability

for Exchange Member Firm Use of NYSE Facilities Licensed by the Exchange]

Entire text deleted.

[Rule 62. Backup Trading Arrangements]

Entire text deleted.

[Rule 63. Exchange Liability]

Entire text deleted.

[PART II—Rules Principally Applicable to Floor Transactions]

[Section 1. General Floor Rules]

[Rule 100. Hours of Floor Dealing]

Entire text deleted.

[Rule 101. Securities Dealt In]

Entire text deleted.

[Rule 102. Dealing in Privileges]

Entire text deleted.

[Rule 103. General Floor Prohibitions]

Entire text deleted.

[Rule 104. Non-member Give Up]

Entire text deleted.

[Rule 105. Must Give Up Clearing Agent]

Entire text deleted.

[Rule 106. Substitute Principal]

Entire text deleted.

[Rule 107. Authority to Approve Certain Short Sales]

Entire text deleted.

[Rule 108. Priority and Parity at Openings]

Entire text deleted.

[Rule 109. "Stopping" Stock]

Entire text deleted.

[Rule 110. Registered Traders]

Entire text deleted.

[Rule 111. Restrictions on Registered Traders]

Entire text deleted.

[Rule 112. Suspension of Registration of Registered Trader]

Entire text deleted.

[Rule 114. Registered Equity Market Makers]

Entire text deleted.

[Rule 115. Exchange Procedures for Use of Unusual Market Exception]

Entire text deleted.

[Rule 116. Opening Automated Report Service]

Entire text deleted.

[Rule 117. Trading Halts Due to Extraordinary Market Volatility]

Entire text deleted.

[Rule 117A. Net Asset Value/Disclosed Portfolio Dissemination and Trading Halts]

Entire text deleted.

[Rule 118. Trading in Nasdaq Securities]

Entire text deleted.

[Rule 119. Indications, Opening and Reopenings]

Entire text deleted.

[Rule 119A. Contingency Trading Procedures—Alternative Trading Facility]

Entire text deleted.

[Section 2. Units of Trading, Bids, Offers and Quotations]

[Rule 120. Units of Trading—Bonds and Stocks]

Entire text deleted.

[Rule 121. Bids or Offers Deemed for Unit of Trading]

Entire text deleted.

[Rule 122. Bids or Offers for More Than Unit of Trading]

Entire text deleted.

[Rule 123. Manner of Bidding and Offering]

Entire text deleted.

[Rule 124. Types of Bids and Offers]

Entire text deleted.

[Rule 125. Bid or Offer Deemed Regular Way]

Entire text deleted.

[Rule 126. Precedence of Bids and Offers]

Entire text deleted.

[Rule 127. Minimum Price Variations]

Entire text deleted.

[Rule 128. Contract Made on Acceptance of Bid or Offer]

Entire text deleted.

[Rule 129. Price Binding Despite Erroneous Report]

Entire text deleted.

[Rule 130. Public Offers "On Stop" or "At Close" Prohibited]

Entire text deleted.

[Rule 131. Types of Orders]

Entire text deleted.

[Rule 131A. Market on Close Policy and Expiration Procedures]

Entire text deleted.

[Rule 132. Price Adjustment of Open Orders on "Ex-Date"]

Entire text deleted.

[Rule 133. Transmitting Names from Floor Prohibited]

Entire text deleted.

[Rule 134. Cash, Next Day and Seller's Option Transactions]

Entire text deleted.

[Rule 135. Cancellations of, and Revisions in, Transactions Where both the Buying and Selling Members Agree to the Cancellation or Revision]

Entire text deleted.

[Rule 135A. Cancellations of, and Revisions in, Transactions Where both the Buying and Selling Members Do Not Agree to the Cancellation or Revision]

Entire text deleted.

[Rule 136. Cabinet Dealings—Bonds]

Entire text deleted.

[Rule 140. U.S. Government Securities Dealers]

Entire text deleted.

[Section 3. Members Acting As Brokers]

[Rule 150. Purchases and Sales While Holding Unexecuted Market Order]

Entire text deleted.

[Rule 151. "On Order" Transactions]

Entire text deleted.

[Rule 152. Taking or Supplying Stock to Fill Customer's Order]

Entire text deleted.

[Rule 153. Record of Orders]

Entire text deleted.

[Rule 153A. Automated Submission of Trading Data]

Entire text deleted.

[Rule 154. Orders Left with Specialist]

Entire text deleted.

[Rule 155. Precedence Accorded to Orders Entrusted to Specialists]

Entire text deleted.

[Rule 156. Representation of Orders]

Entire text deleted.

[Rule 157. Orders with More than One Broker]

Entire text deleted.

[Section 4. Members Acting as Specialists]

[Rule 176. Knowledge of Other Markets Required]

Entire text deleted.

[Rule 177. Duty to Report]

Entire text deleted.

[Rule 178. Responsibility of Specialist]

Entire text deleted.

[Rule 179. Expiring Equity Securities]

Entire text deleted.

[Rule 180. Must Keep Record of Orders]

Entire text deleted.

[Rule 181. Cancellations Must Be Written]

Entire text deleted.

[Rule 182. Deposit of Unlisted Stocks with Exchange]

Entire text deleted.

[Rule 183. Specialist Registration Fee]

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[Rule 184. Specialist Clerks]

Entire text deleted.

[Rule 185. Adjustments in Price]

Entire text deleted.

[Rule 186. Specialist May Not Be Officer of Corporation]

Entire text deleted.

[Rule 187. Off the Floor Purchases and Sales]

Entire text deleted.

[Rule 188. Trading at Other Section of Post]

Entire text deleted.

[Rule 189. Purchase of Security by Specialist for Customer Off the Floor Prohibited]

Entire text deleted.

[Rule 190. Specialist's Transactions with Public Customers]

Entire text deleted.

[Rule 191. Reports of Purchases and Sales for Specialist's Own Account]

Entire text deleted.

[Rule 192. Financial Information]

Entire text deleted.

[Rule 193. Affiliated Persons of Specialists]

Entire text deleted.

[Section 5. Members Acting as Odd-Lot Dealers]

[Rule 200. Odd-Lot Dealer Registration]

Entire text deleted.

[Rule 201. Temporary Odd-Lot Dealer]

Entire text deleted.

[Rule 202. Responsibility of Temporary Odd-Lot Dealer]

Entire text deleted.

[Rule 203. Odd-Lot Dealer Joint-Accounts]

Entire text deleted.

[Rule 204. Odd-Lot Orders]

Entire text deleted.

[Rule 205. Manner of Executing Odd-Lot Orders]

Entire text deleted.

[Rule 206. Prohibition of Round-Lot Transactions Merely for Purpose of Establishing Odd-Lot Prices]

Entire text deleted.

[Rule 207. Limitation on Electing Odd-Lot Stop Orders]

Entire text deleted.

[Rule 208. Bunching of Odd-Lot Orders]

Entire text deleted.

Trading of Option Contracts

Section 1. General Rules Relating to Options

Rule 906. Reporting of Options Positions

(a) to (d) No Change

• • • ***Commentary*** ----------

.01 No Change

.02 A member organization shall not be required to file the reports specified in this Rule with respect to positions in the accounts of specialists or specialist units, registered trades or options principals cleared by such member organization provided such positions are reported pursuant to Rule[s 191 and] 958B.

.03 No Change

Section 15. Flexible Exchange Options

Rule 905G. Discretionary Transactions

[Notwithstanding Rule 103(c), a] A Floor Broker may be given discretion with respect to the number of FLEX contracts to be purchased or sold. Such discretion must be granted by the customer in clear terms in a manner approved by the Exchange and must be reflected in a contemporaneously-prepared, time-stamped document prepared by the Floor Broker, one copy of which shall be promptly sent to the customer and one copy of which shall be maintained by the Floor Broker for the full term of the FLEX contract or the time required under Securities and Exchange Commission Rule 17a-4 of the Securities Exchange Act of 1934, whichever is longer.

[Rules for After-Hours Trading Facility]

[After-Hours Trading: Applicability and Definitions]

[Rule 1300. Applicability of 1300 Series]

Entire text deleted.

[Rule 1301. Securities to be Traded]

Entire text deleted.

[Rule 1302. After-Hours Trading Orders]

Entire text deleted.

[Rule 1303. After-Hours Transactions]

Entire text deleted.

[Rule 1304. Priority of After-Hours Trading Orders]

Entire text deleted.

[Rule 1305. After-Hours Trading Reports and Recordkeeping]

Entire text deleted.

[Rule 1306. Impact of Trading Halts on After-Hours Trading]

Entire text deleted.

[AEMI Rules]

[Rule 1—AEMI. Hours of Business]

Entire text deleted.

[Rule 1A—AEMI Applicability, Definitions, References and Phase-In]

Entire text deleted.

[Rule 3—AEMI. General Prohibitions and Duty to Report]

Entire text deleted.

[Rule 22—AEMI. Authority of Floor Officials]

Entire text deleted.

[Rule 24—AEMI Limitations on Members' Trading Because of Customers' Orders]

Entire text deleted.

[Rule 60—AEMI. Vendor Liability Disclaimer]

Entire text deleted.

[Rule 108—AEMI. Priority and Parity at Openings and Reopenings]

Entire text deleted.

[Rule 109—AEMI. "Stopping" Stock]

Entire text deleted.

[Rule 110—AEMI. Registered Traders and Floor Trading]

Entire text deleted.

[Rule 110A—AEMI. Designated NYSE Alternext Remote Traders]

Entire text deleted.

[Rule 112—AEMI. Suspension of Registration of Registered Trader or Designated NYSE Alternext Remote Trader]

Entire text deleted.

[Rule 115—AEMI. Exchange Procedures for Use of Unusual Market Exception]

Entire text deleted.

[Rule 118—AEMI. Trading in Nasdaq Securities]

Entire text deleted.

[Rule 119—AEMI. Indications, Openings and Reopenings]

Entire text deleted.

[Rule 123—AEMI. Manner of Bidding and Offering]

Entire text deleted.

[Rule 124—AEMI. Types of Bids and Offers]

Entire text deleted.

[Rule 126—AEMI. Precedence of Bids and Offers]

Entire text deleted.

[Rule 126A—AEMI. Protected Bids and Offers of Away Markets]

Entire text deleted.

[Rule 126B—AEMI. Order Routing Services]

Entire text deleted.

[Rule 127—AEMI. Minimum Price Variations]

Entire text deleted.

[Rule 128A—AEMI. Automatic Execution]

Entire text deleted.

[Rule 128B—AEMI. Auction Trades]

Entire text deleted.

[Rule 128C—AEMI. Locking or Crossing Quotations in NMS Stocks]

Entire text deleted.

[Rule 131—AEMI. Types of Orders]

Entire text deleted.

[Rule 131A—AEMI. Market on Close Policy and Expiration Procedures]

Entire text deleted.

[Rule 132—AEMI. Price Adjustment of Open Orders on "Ex-Date"]

Entire text deleted.

[Rule 135—AEMI. Cancellations of, and Revisions in, Transactions Where both the Buying and Selling Members Agree to the Cancellation or Revision]

Entire text deleted.

[Rule 135A—AEMI. Cancellations of, and Revisions in, Transactions Where both the Buying and Selling Members Do Not Agree to the Cancellation or Revision]

Entire text deleted.

[Rule 151—AEMI. "Open Outcry" Cross Transactions]

Entire text deleted.

[Rule 152—AEMI. Taking or Supplying Stock to Fill Customer's Order]

Entire text deleted.

[Rule 153—AEMI. Record of Orders]

Entire text deleted.

[Rule 154—AEMI. Orders in AEMI]

Entire text deleted.

[Rule 155—AEMI. Precedence Accorded to Orders Entrusted to Specialists]

Entire text deleted.

[Rule 156—AEMI. Representation of Orders]

Entire text deleted.

[Rule 157—AEMI. Orders with More than One Broker]

Entire text deleted.

[Rule 170—AEMI. Registration and Functions of Specialists]

Entire text deleted.

[Rule 174—AEMI. Disclosures by Specialists Prohibited]

Entire text deleted.

[Rule 178—AEMI. Responsibility of Specialist]

Entire text deleted.

[Rule 179—AEMI. Expiring Equity Securities]

Entire text deleted.

[Rule 200—AEMI. Odd-Lot Dealer Registration]

Entire text deleted.

[Rule 205—AEMI. Manner of Executing Odd-Lot Orders]

Entire text deleted.

[Rule 206—AEMI. Prohibition of Round-Lot Transactions Merely for Purpose of Establishing Odd-Lot Prices]

Entire text deleted.

[Rule 207—AEMI. Limitation on Electing Odd-Lot Stop Orders]

Entire text deleted.

[Rule 220—AEMI. Communications to and on the Floor]

Entire text deleted.

[Rule 719—AEMI. Comparison of Exchange Transactions]

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[AEMI-One Rules]

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