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Page 1 of * 29		SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 Form 19b-4		File No. * SR 2025 - * 32 Amendment No. (req. for Amendments *)	
Filing by NYSE American LLC					
Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934					
Initial * <input checked="" type="checkbox"/>		Amendment * <input type="checkbox"/>		Withdrawal <input type="checkbox"/>	
Section 19(b)(2) * <input type="checkbox"/>		Section 19(b)(3)(A) * <input checked="" type="checkbox"/>		Section 19(b)(3)(B) * <input type="checkbox"/>	
Pilot <input type="checkbox"/>		Extension of Time Period for Commission Action * <input type="checkbox"/>		Date Expires * <input type="text"/>	
		Rule			
		<input type="checkbox"/> 19b-4(f)(1)		<input type="checkbox"/> 19b-4(f)(4)	
		<input type="checkbox"/> 19b-4(f)(2)		<input type="checkbox"/> 19b-4(f)(5)	
		<input type="checkbox"/> 19b-4(f)(3)		<input checked="" type="checkbox"/> 19b-4(f)(6)	
Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010 Section 806(e)(1) * <input type="checkbox"/>			Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934 Section 3C(b)(2) * <input type="checkbox"/>		
Exhibit 2 Sent As Paper Document <input type="checkbox"/>			Exhibit 3 Sent As Paper Document <input type="checkbox"/>		
Description Provide a brief description of the action (limit 250 characters, required when Initial is checked *). <div>Proposed Change to amend Rule 928NYP</div>					
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 action. First Name * Kathleen Last Name * Murphy Title * Senior Counsel E-mail * kathleen.murphy@ice.com Telephone * (212) 656-4841 Fax					
Signature Pursuant to the requirements of the Securities Exchange of 1934, NYSE American LLC has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized. Date 06/10/2025 (Title *) By David De Gregorio Associate General Counsel (Name *) <div>NOTE: Clicking the signature block at right will initiate digitally signing the form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.</div> <div>David De Gregorio Digitally signed by David De Gregorio Date: 2025.06.10 14:31:48 -04'00'</div>					

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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

Form 19b-4 Information *

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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 *

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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 1A - Notice of Proposed Rule Change, Security-Based Swap Submission, or Advanced Notice by Clearing Agencies *

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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

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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.

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Exhibit Sent As Paper Document

Exhibit 3 - Form, Report, or Questionnaire

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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.

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Exhibit Sent As Paper Document

Exhibit 4 - Marked Copies

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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

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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

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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) Pursuant to the provisions of Section 19(b)(1) of the Securities Exchange Act of 1934 (“Act”)¹ and Rule 19b-4 thereunder,² NYSE American LLC (“NYSE American” or the “Exchange”) proposes to amend Rule 928NYP (Pre-Trade and Activity-Based Risk Controls) to adopt “Gross Risk Credit Limits,” which optional pre-trade risk control will be available to Entering Firms.

A notice of the proposed rule change for publication in the Federal Register is attached hereto as Exhibit 1, and the text of the proposed rule change is attached as Exhibit 5.

- (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.

Questions and comments on the proposed rule change may be directed to:

Kathleen E. Murphy
Senior Counsel
NYSE Group, Inc.
(212) 656-4841

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 Rule 928NYP (Pre-Trade and Activity-Based Risk Controls) to adopt “Gross Risk Credit Limits,” which optional pre-trade risk control will be available to Entering Firms.³

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ The term “Entering Firm” refers to an ATP Holder (including those acting as Market Makers). See Rule 928NYP(a)(1).

Background and Proposal

In 2023, in connection with the Exchange’s migration to Pillar and to better assist ATP Holders in managing their risk, the Exchange adopted Rule 928NYP (the “Rule”), which included pre-trade risk controls, among other activity-based controls, wherein an Entering Firm had the option of establishing limits or restrictions on certain of its trading behavior on the Exchange and authorizing the Exchange to take action if those limits or restrictions were exceeded.⁴

The Exchange has recently received requests from market participants to adopt Gross Credit Limits, which would provide ATP Holders with additional pre-trade risk controls. As detailed below, each of the proposed additional risk controls is based on risk settings that are already available on the Exchange’s equity platform and its affiliated equities exchanges, including NYSE Arca, Inc. (“NYSE Arca”).⁵ The Exchange notes that similar risk controls are offered on at least one other option exchange, Cboe EDGX Exchange, Inc. (“Cboe EDGX”). Cboe EDGX offers its members optional risk settings to monitor their credit exposure, including a “Gross Credit Risk Limit - Executed Only”, which is calculated based solely on executed orders, and an “Aggregate Gross Credit Exposure Limit”, which is calculated based on both executed and unexecuted orders.⁶ As such, market participants are already familiar with these various gross credit risk checks, such that the ones proposed by the Exchange in this filing are not novel.

In light of these requests, the Exchange proposes to modify Rule 928NYP to adopt three “Gross Credit Risk Limits,” each of which would allow Entering Firms to set pre-established maximum daily dollar amounts for purchases and sales across all symbols where both buy and sell orders are counted as positive values, which limits would not apply to Market Maker interest.⁷ “Market Maker interest” refers solely to interest

⁴ See Securities Exchange Act Release No. 97869 (July 10, 2023), 88 FR 45730 (July 17, 2023) (Notice of Filing and Immediate Effectiveness of Proposed Rules, including proposed Rule 928NYP) (SR-NYSEAMER-2023-34).

⁵ See Rule 7.19E(b)(1)(A)-(C) (providing for Gross Credit Risk Limit - Open + Executed; Gross Credit Risk Limit - Open Only; and Gross Credit Risk Limit - Executed Only) and (f)(1) (allowing firms to set one of the following automated breach actions when such risk limits are breached: Notification Only, Block Only, and Cancel and Block). See also NYSE Arca Rule 7.19-E(b)(1) and (f)(3) (offering identical functionality as Exchange Rule 7.19E).

⁶ See Cboe EDGX Rule 11.10, Interpretation and Policy .03 paragraphs (a)(1) and (a)(3) (describing the risk limits) and (e) (describing automated breach actions to block all new orders or to both block new orders and cancel open orders). Unlike the Exchange, Cboe EDGX does not offer a risk check for open (i.e., unexecuted) orders only. See also MEMX LLC (“MEMX”) Rule 21.17, Interpretation and Policy .01(f) (providing optional user-configured credit controls on gross exposure that, when breached, prevent submission of either all new orders or Market Orders only).

⁷ See proposed Rule 928NYP(a)(2)(B). The Exchange notes that Market Maker interest is not excluded from the Gross Credit Risk Limits per Rule 7.19E(b)(1). As discussed *infra*, the Exchange does not believe it is necessary to offer the proposed checks to Market Makers because their risk management practices and capital adequacy requirements are designed to mitigate their credit risk. Further, options Market Makers are subject to mandatory Activity-Based Risk Controls for their orders and quotes that are tailored to the high-frequency, high-volume nature of options market making. See, e.g., Rule 928NYP(c)(2)(A). The Exchange notes that the Activity-Based and Global Risk Controls are unique to the options market and the

submitted by a Market Maker acting in its registered capacity (i.e., for its own account and in fulfillment of its quoting obligations).⁸

As described below, an Entering Firm will receive notifications if it is approaching or has breached its limit.

- Proposed subsection (i) of Rule 928NYP(a)(2)(B) would define the “Gross Credit Risk Limit - Open + Executed” risk check to include unexecuted orders in the Consolidated Book, orders routed on arrival pursuant to Rule 964NYP(k), and executed orders.
- Proposed subsection (ii) of Rule 928NY (a)(2)(B) would define the “Gross Credit Risk Limit - Open Only” risk check to include unexecuted orders in the Consolidated Book and orders routed on arrival pursuant to Rule 964NYP(k).
- Proposed subsection (iii) of Rule 928NYP(a)(2)(B) would define the “Gross Credit Risk Limit - Executed Only” risk check to include executed orders only.

Consistent with current Pre-Trade Risk Controls, the Entering Firm can set the proposed Gross Credit Risk Limits at the MPID level or at one or more sub-IDs associated with that MPID, or both.⁹ The Exchange proposes to add new rule text specifying that, consistent with current functionality, “[i]f a Pre-Trade Risk Control set at the MPID level is breached, the Automated Breach Action specified at the MPID level will be applied to all sub-IDs associated with that MPID.”¹⁰ The Exchange believes this additional text, which is included in the Exchange’s equities rule will add clarity and transparency to the Rule.

Proposed Rule 928NYP(c)(1)(B) would set forth the potential Breach Actions the Entering Firms would authorize the Exchange to take if a designated Gross Credit Risk Limit is breached, which automated action will be applied to its orders in the affected class of options. As proposed, the Entering Firm would select one of the following automated breach actions that the Exchange would take in the event of a breach:

- “Notification Only.” As set forth in proposed Rule 928NYP(c)(1)(B)(i), if this option is selected, the Exchange would continue to accept new order messages and related instructions and would not cancel any unexecuted orders in the

Exchange’s equities platform does not offer analogous controls.

⁸ A Market Maker is an individual who is registered with the Exchange for the purpose of making transactions as a dealer-specialist. See Rule 920NY(a). “Market Maker interest” as used in the proposed Rule does not include interest submitted by a market-making firm for an account other than its own (i.e., on behalf of a client).

⁹ See Rule 928NYP(b)(2).

¹⁰ See proposed Rule 928NYP(b)(2) (describing the options for setting and adjusting Pre-Trade Risk Controls). The Exchange notes that this rule text is included in the Exchange’s analogous equities rule (i.e., Rule 7.19E(f)(4)).

Consolidated Book. Instead, the Exchange would only notify the Entering Firm of the breach.¹¹

- “Block Only.” As set forth in proposed Rule 928NYP(c)(1)(B)(ii), if this option is selected, the Exchange would reject new order messages and related instructions. The Exchange would continue to process instructions from the Entering Firm to cancel one or more orders in full (including Auction-Only Orders) or any of the instructions specified in paragraph (e) of this Rule. The Exchange would not, however, take any automated action to cancel orders.¹²
- “Cancel and Block.” As set forth in proposed Rule 928NYP(c)(1)(B)(iii), if this option is selected, in addition to the Block actions described above, the Exchange would also cancel all unexecuted orders in the Consolidated Book other than Auction-Only Orders as well as orders designated as GTC.¹³

Current Rule 928NYP(d) describes the requirements for reinstating Entering Firms following the trigger of the “Block Only” or “Cancel and Block” automated breach actions. The Exchange proposes to modify this provision to include the reinstatement of Entering Firms taken out of the market for breach of a Gross Credit Risk Limits, which will add clarity and internal consistency to the Rule.¹⁴

As is the case with the existing Pre-Trade Risk Controls, all orders on the Exchange would pass through these risk checks regardless of whether a firm opts to utilize them. As such, there would be no difference in the latency experienced by ATP Holders who have opted to use the proposed risk checks versus those who have not. In addition, like the existing Pre-Trade Risk Controls, the Exchange expects that any latency added by the proposed risk controls would be *de minimis*.

Technical Change

The Exchange proposes to modify Rule 928NYP (c)(1)(A) to specify that it describes the breach action applicable to the Single-Order (pre-trade) Risk Controls, which distinguishes it from the breach actions applicable to the new Gross Credit Risk Limits described in proposed Rule 928NYP(c)(1)(B).¹⁵ This proposed change is non-substantive and is meant to add clarity and transparency to the Rule.

¹¹ This proposed automated breach action is substantially similar to the risk check of the same name on the Exchange’s equities platform. Compare proposed Rule 928NYP(c)(1)(B)(i) with Rule 7.19E(f)(3)(A)(i).

¹² This proposed automated breach action is substantially similar to the risk check of the same name on the Exchange’s equities platform. Compare proposed Rule 928NYP(c)(1)(B)(ii) with Rule 7.19E(f)(3)(A)(ii).

¹³ This proposed automated breach action is substantially similar to the risk check of the same name on the Exchange’s equities platform (except that the proposed Rule includes reference to GTC orders, which order type is not available on the Exchange’s equities platform). Compare proposed Rule 928NYP(c)(1)(B)(iii) with Rule 7.19E(f)(3)(A)(iii).

¹⁴ See proposed Rule 928NYP(d) (adding reference to breach of Gross Credit Risk Limit).

¹⁵ See proposed Rule 928NYP(c)(1)(A) (specifying “Breach Action for Single-Order Risk Controls”).

Continuing Obligations of ATP Holders Under Rule 15c3-5

Like the existing Pre-Trade Risk Controls, the proposed Gross Credit Risk Limits are meant to supplement, and not replace, the ATP Holders' own internal systems, monitoring, and procedures related to risk management.¹⁶ As such, the Exchange does not guarantee that these Pre-Trade Controls (including the proposed Credit Risk Limits) will be sufficiently comprehensive to meet all of an ATP Holder's needs as these controls are not designed to be the sole means of risk management and use of these controls will not necessarily meet an ATP Holder's obligations required by Exchange or federal rules (including, without limitation, the Rule 15c3-5 under the Act¹⁷ ("Rule 15c3-5")).¹⁸ Further, as is the case today, use of the Exchange's Pre-Trade Risk Controls (including the proposed Gross Credit Risk Limits) will not automatically constitute compliance with Exchange or federal rules and responsibility for compliance with all Exchange and SEC rules remains with the ATP Holder.¹⁹

Timing and Implementation

The Exchange anticipates implementing the proposed change in the second quarter of 2025 and, in any event, will implement the proposed rule change no later than the end of September 2025. The Exchange will announce the timing of such changes by Trader Update.

(b) Statutory Basis

The Exchange believes that the proposed rule change is consistent with Section 6(b) of the Act,²⁰ in general, and furthers the objectives of Section 6(b)(5) of the Act,²¹ in particular, because 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 regulating, clearing, settling, processing information with respect to, and facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system, and, in general, to protect investors and the public interest, and because it is not designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

Specifically, the Exchange believes that the proposed rule change will remove impediments to and perfect the mechanism of a free and open market and a national market system because the proposed additional Gross Credit Risk Limits would provide

¹⁶ See Commentary .01 to Rule 928NYP.

¹⁷ See 17 CFR 240.15c3-5.

¹⁸ See *id.*

¹⁹ See *id.*

²⁰ 15 U.S.C. 78f(b).

²¹ 15 U.S.C. 78f(b)(5).

Entering Firms with enhanced abilities to manage their risk with respect to orders on the Exchange. As noted herein, these new Pre-Trade Risk Controls are not novel; they are based on existing risk settings already in place on the Exchange's (and its affiliates) equities platform, and similar to those on Cboe EDGX.²² Accordingly, market participants are already familiar with the types of protections that the proposed risk controls afford. As such, the Exchange believes that the proposed additional Pre-Trade Risk Controls would provide a means to address potentially market-impacting events, helping to ensure the proper functioning of the market. Moreover, the proposed Gross Credit Risk Limits (like the existing Pre-Trade Risk Controls) are optional, and Entering Firms are free to utilize them or not at their discretion. In addition, because all orders on the Exchange would pass through the proposed risk checks, there would be no difference in the latency experienced by ATP Holders that opt to use the proposed Gross Credit Risk Limits versus those that opt not to use them. In addition, the Exchange expects that any latency added by the proposed pre-trade risk controls would be *de minimis*.

The Exchange believes that the proposed rule change will protect investors and the public interest because the proposed Gross Credit Risk Limits are a form of impact mitigation that will aid Entering Firms in minimizing their risk exposure and reduce the potential for disruptive, market-wide events. As such, the Exchange believes that the proposed risk checks will help to ensure the proper functioning of the market.

The Exchange believes that excluding Market Maker interest from the proposed Gross Credit Risk Limits will remove impediments to and perfect the mechanism of a free and open market and a national market system because, while they may accumulate credit risk from their trading activities, Market Makers' risk management practices and capital adequacy requirements are designed to mitigate this risk. More importantly, Market Makers must utilize real-time Activity-Based Risk Controls for their orders and quotes that dynamically manage exposure at the transaction level.²³ Market Makers often quote across thousands of strikes simultaneously. The Activity-Based Controls are tailored to the high-frequency, high-volume nature of options market making as they allow Market Makers to track (and limit) their exposure across all strikes and sides of the market.²⁴ The Exchange believes these mandatory risk controls offer robust and layered safeguards and thus neutralize the need for Market Makers to avail themselves of the (static) pre-trade Gross Credit Risk Limits.

The Exchange understands that ATP Holders implement a number of different risk-based controls, including those required by Rule 15c3-5. The controls proposed here will serve as an additional tool for Entering Firms to assist them in identifying any risk exposure.

²² See supra notes 5-6.

²³ See Rule 928NYP(c)(2)(A). Market Makers must set limits on transactions, contracts, or market volume percentages for each symbol within a defined interval. See Rule 928NYP(a)(3). If these controls are breached repeatedly, Market Makers are removed from the market to reassess risk. See Rule 928NYP(c)(3)(A).

²⁴ As noted supra, Activity-Based and Global Risk Controls are unique to the options market and are not offered on the Exchange's equities platform.

The Exchange believes the proposed additional Pre-Trade Risk Controls will assist Entering Firms in managing their financial exposure which, in turn, could enhance the integrity of trading on the securities markets and help to assure the stability of the financial system.

Finally, the Exchange believes the proposed (non-substantive) technical change to delineate the automated breach actions for Single-Order Risk Controls as opposed to the new Gross Credit Risk Limits will remove impediments to a free and open market because it will add clarity and transparency to the Rule, which benefits investors and the investing public.

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. In fact, the Exchange believes that the proposal will have a positive effect on competition because, by providing Entering Firms additional means to monitor and control risk, the proposed rule will increase confidence in the proper functioning of the markets. The Exchange believes the proposed additional Gross Credit Risk Limits will assist Entering Firms in managing their financial exposure which, in turn, could enhance the integrity of trading on the securities markets and help to assure the stability of the financial system. As a result, the level of competition should increase as public confidence in the markets is solidified.

The Exchange believes that excluding Market Makers interest from the proposed risk checks will not impose an undue burden on intra-market competition because Market Makers' risk management practices and capital adequacy requirements are designed to mitigate their credit risk. Further, as discussed herein, Market Makers are subject to mandatory Activity-Based Risk Controls designed to dynamically manage their exposure in the high-frequency, high-volume options market. The Exchange believes these mandatory real-time risk controls neutralize the need to offer the Gross Credit Risk Limit to Market Makers.

Finally, the Exchange believes the proposed (non-substantive) technical change does not raise any competitive issue but instead will benefit investors and the investing public by adding clarity and transparency to the Rule.

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

Not applicable.

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 Act²⁵ and Rule 19b-4(f)(6) thereunder.²⁶

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.

The proposed rule change would not significantly affect the protection of investors or the public interest because the proposed additional Gross Credit Risk Limits are a form of impact mitigation that will aid Entering Firms in minimizing their risk exposure and reducing the potential for disruptive, market-wide events. The Exchange believes the proposed additional Gross Credit Risk Limits will assist Entering Firms in managing their financial exposure which, in turn, could enhance the integrity of trading on the securities markets and help to assure the stability of the financial system. In addition, the proposed Gross Credit Risk Limits are not novel; they are based on existing risk settings already in place on the Exchange’s (and its affiliates) equities platform, and similar to those on Cboe EDGX.²⁷ As such, market participants are already familiar with the types of protections that the proposed risk controls afford. In addition, use of the proposed Gross Credit Risk Limits is optional and is not a prerequisite for participation on the Exchange.

Moreover, the proposed rule change would not significantly affect the protection of investors or the public interest or and would not impose an undue burden on competition because all orders on the Exchange would pass through the proposed risk checks, there would be no difference in the latency experienced by OTP Holders that opt to use the proposed Gross Credit Risk Limits versus those that opt not to use them. The Exchange expects that any latency added by the pre-trade risk controls would be *de minimis*.

Rather than imposing any significant burden on competition, the Exchange believes the proposed Gross Credit Risk Limits would have a positive effect on competition as they would afford Entering Firms an additional means to monitor and control risk, which should increase investor confidence in the proper functioning of the markets. In particular, the Exchange believes the proposed Gross Credit Risk Limits will assist Entering Firms in managing their financial exposure which, in turn, could enhance the

²⁵ 15 U.S.C. 78s(b)(3)(A).

²⁶ 17 CFR 240.19b-4(f)(6).

²⁷ See supra notes 5-6.

integrity of trading on the securities markets and help to assure the stability of the financial system. As a result, the level of competition should increase as public confidence in the markets is solidified. The Exchange does not believe that excluding Market Makers interest from the proposed risk checks will impose a significant burden on competition because Market Makers' risk management practices and capital adequacy requirements are designed to mitigate their credit risk. In addition, as discussed herein, Market Makers are subject to mandatory Activity-Based Risk Controls designed to dynamically manage their exposure in the high-frequency, high-volume options market. The Exchange believes these mandatory real-time risk controls neutralize the need to offer the Gross Credit Risk Limits to Market Makers. Similarly, the proposed (non-substantive) technical change is noncontroversial and will benefit all market participants because such change is designed to add clarity and transparency to the Rule making it easier to navigate and comprehend.

The Exchange respectfully requests that the Commission waive the 30-day operative delay so that the proposed rule change may become effective and operative upon filing with the Commission pursuant to Section 19(b)(3)(A) of the Act²⁸ and paragraph (f)(6) of Rule 19b-4 thereunder.²⁹ Waiver of the operative delay would allow the Exchange to offer the proposed Gross Credit Risk Limits immediately, which would benefit ATP Holders and investors by enabling the Exchange to provide additional functionality for ATP Holders to manage their risk. The Exchange believes the proposed additional Gross Credit Risk Limits will assist Entering Firms in managing their financial exposure which, in turn, could enhance the integrity of trading on the securities markets and help to assure the stability of the financial system. Waiver of the operative delay is, therefore, consistent with the protection of investors and the public interest. As noted above, the Exchange does not believe that the proposal raises any new or novel issues that have not been previously considered by the Commission, and thus, the Exchange believes waiver of the operative delay is appropriate in this instance.

At any time within sixty (60) days of the filing of such proposed rule change, the Commission may summarily 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 based on Exchange Rule 7.19E and is similar to Cboe EDGX Rule, Interpretation and Policy .03,³⁰ except that the proposed rule change does not apply to Market Maker interest for the reasons discussed herein.³¹

²⁸ 15 U.S.C. 78s(b)(3)(A).

²⁹ 17 CFR 240.19b-4(f)(6).

³⁰ See supra notes 5-6.

³¹ See, e.g., supra notes 7, 8, 23, and 24.

9. Security-Based Swap Submissions Filed Pursuant to Section 3C of the Act

Not applicable.

10. Advanced Notices Filed Pursuant to Section 806(e) of the Payment, Clearing and Settlement Supervision Act

Not applicable.

11. Exhibits

Exhibit 1 – Form of Notice of Proposed Rule Change for Publication in the Federal Register

Exhibit 5 – Text of the Proposed Rule Change

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34- ; File No. SR-NYSEAMER-2025-32)

[Date]

Self-Regulatory Organizations; NYSE American LLC; Notice of Filing and Immediate Effectiveness of Proposed Change to amend Rule 928NYP

Pursuant to Section 19(b)(1)¹ of the Securities Exchange Act of 1934 (“Act”)² and Rule 19b-4 thereunder,³ notice is hereby given that, on June 10, 2025, NYSE American LLC (“NYSE American” or the “Exchange”) 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 Rule 928NYP (Pre-Trade and Activity-Based Risk Controls) to adopt “Gross Risk Credit Limits,” which optional pre-trade risk control will be available to Entering Firms. 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 statements

¹ 15 U.S.C. 78s(b)(1).

² 15 U.S.C. 78a.

³ 17 CFR 240.19b-4.

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 Rule 928NYP (Pre-Trade and Activity-Based Risk Controls) to adopt “Gross Risk Credit Limits,” which optional pre-trade risk control will be available to Entering Firms.⁴

Background and Proposal

In 2023, in connection with the Exchange’s migration to Pillar and to better assist ATP Holders in managing their risk, the Exchange adopted Rule 928NYP (the “Rule”), which included pre-trade risk controls, among other activity-based controls, wherein an Entering Firm had the option of establishing limits or restrictions on certain of its trading behavior on the Exchange and authorizing the Exchange to take action if those limits or restrictions were exceeded.⁵

The Exchange has recently received requests from market participants to adopt Gross Credit Limits, which would provide ATP Holders with additional pre-trade risk controls. As detailed below, each of the proposed additional risk controls is based on risk settings that are

⁴ The term “Entering Firm” refers to an ATP Holder (including those acting as Market Makers). See Rule 928NYP(a)(1).

⁵ See Securities Exchange Act Release No. 97869 (July 10, 2023), 88 FR 45730 (July 17, 2023) (Notice of Filing and Immediate Effectiveness of Proposed Rules, including proposed Rule 928NYP) (SR-NYSEAMER-2023-34).

already available on the Exchange’s equity platform and its affiliated equities exchanges, including NYSE Arca, Inc. (“NYSE Arca”).⁶ The Exchange notes that similar risk controls are offered on at least one other option exchange, Cboe EDGX Exchange, Inc. (“Cboe EDGX”). Cboe EDGX offers its members optional risk settings to monitor their credit exposure, including a “Gross Credit Risk Limit - Executed Only”, which is calculated based solely on executed orders, and an “Aggregate Gross Credit Exposure Limit”, which is calculated based on both executed and unexecuted orders.⁷ As such, market participants are already familiar with these various gross credit risk checks, such that the ones proposed by the Exchange in this filing are not novel.

In light of these requests, the Exchange proposes to modify Rule 928NYP to adopt three “Gross Credit Risk Limits,” each of which would allow Entering Firms to set pre-established maximum daily dollar amounts for purchases and sales across all symbols where both buy and sell orders are counted as positive values, which limits would not apply to Market Maker

⁶ See Rule 7.19E(b)(1)(A)-(C) (providing for Gross Credit Risk Limit - Open + Executed; Gross Credit Risk Limit - Open Only; and Gross Credit Risk Limit - Executed Only) and (f)(1) (allowing firms to set one of the following automated breach actions when such risk limits are breached: Notification Only, Block Only, and Cancel and Block). See also NYSE Arca Rule 7.19-E(b)(1) and (f)(3) (offering identical functionality as Exchange Rule 7.19E).

⁷ See Cboe EDGX Rule 11.10, Interpretation and Policy .03 paragraphs (a)(1) and (a)(3) (describing the risk limits) and (e) (describing automated breach actions to block all new orders or to both block new orders and cancel open orders). Unlike the Exchange, Cboe EDGX does not offer a risk check for open (i.e., unexecuted) orders only. See also MEMX LLC (“MEMX”) Rule 21.17, Interpretation and Policy .01(f) (providing optional user-configured credit controls on gross exposure that, when breached, prevent submission of either all new orders or Market Orders only).

interest.⁸ “Market Maker interest” refers solely to interest submitted by a Market Maker acting in its registered capacity (i.e., for its own account and in fulfillment of its quoting obligations).⁹

As described below, an Entering Firm will receive notifications if it is approaching or has breached its limit.

- Proposed subsection (i) of Rule 928NYP(a)(2)(B) would define the “Gross Credit Risk Limit - Open + Executed” risk check to include unexecuted orders in the Consolidated Book, orders routed on arrival pursuant to Rule 964NYP(k), and executed orders.
- Proposed subsection (ii) of Rule 928NY (a)(2)(B) would define the “Gross Credit Risk Limit - Open Only” risk check to include unexecuted orders in the Consolidated Book and orders routed on arrival pursuant to Rule 964NYP(k).
- Proposed subsection (iii) of Rule 928NYP(a)(2)(B) would define the “Gross Credit Risk Limit - Executed Only” risk check to include executed orders only.

Consistent with current Pre-Trade Risk Controls, the Entering Firm can set the proposed Gross Credit Risk Limits at the MPID level or at one or more sub-IDs associated with that MPID, or both.¹⁰ The Exchange proposes to add new rule text specifying that, consistent with current functionality, “[i]f a Pre-Trade Risk Control set at the MPID level is breached, the

⁸ See proposed Rule 928NYP(a)(2)(B). The Exchange notes that Market Maker interest is not excluded from the Gross Credit Risk Limits per Rule 7.19E(b)(1). As discussed *infra*, the Exchange does not believe it is necessary to offer the proposed checks to Market Makers because their risk management practices and capital adequacy requirements are designed to mitigate their credit risk. Further, options Market Makers are subject to mandatory Activity-Based Risk Controls for their orders and quotes that are tailored to the high-frequency, high-volume nature of options market making. See, e.g., Rule 928NYP(c)(2)(A). The Exchange notes that the Activity-Based and Global Risk Controls are unique to the options market and the Exchange’s equities platform does not offer analogous controls.

⁹ A Market Maker is an individual who is registered with the Exchange for the purpose of making transactions as a dealer-specialist. See Rule 920NY(a). “Market Maker interest” as used in the proposed Rule does not include interest submitted by a market-making firm for an account other than its own (i.e., on behalf of a client).

¹⁰ See Rule 928NYP(b)(2).

Automated Breach Action specified at the MPID level will be applied to all sub-IDs associated with that MPID.”¹¹ The Exchange believes this additional text, which is included in the Exchange’s equities rule will add clarity and transparency to the Rule.

Proposed Rule 928NYP(c)(1)(B) would set forth the potential Breach Actions the Entering Firms would authorize the Exchange to take if a designated Gross Credit Risk Limit is breached, which automated action will be applied to its orders in the affected class of options. As proposed, the Entering Firm would select one of the following automated breach actions that the Exchange would take in the event of a breach:

- “Notification Only.” As set forth in proposed Rule 928NYP(c)(1)(B)(i), if this option is selected, the Exchange would continue to accept new order messages and related instructions and would not cancel any unexecuted orders in the Consolidated Book. Instead, the Exchange would only notify the Entering Firm of the breach.¹²
- “Block Only.” As set forth in proposed Rule 928NYP(c)(1)(B)(ii), if this option is selected, the Exchange would reject new order messages and related instructions. The Exchange would continue to process instructions from the Entering Firm to cancel one or more orders in full (including Auction-Only Orders) or any of the instructions specified in paragraph (e) of this Rule. The Exchange would not, however, take any automated action to cancel orders.¹³

¹¹ See proposed Rule 928NYP(b)(2) (describing the options for setting and adjusting Pre-Trade Risk Controls). The Exchange notes that this rule text is included in the Exchange’s analogous equities rule (i.e., Rule 7.19E(f)(4)).

¹² This proposed automated breach action is substantially similar to the risk check of the same name on the Exchange’s equities platform. Compare proposed Rule 928NYP(c)(1)(B)(i) with Rule 7.19E(f)(3)(A)(i).

¹³ This proposed automated breach action is substantially similar to the risk check of the same name on the Exchange’s equities platform. Compare proposed Rule 928NYP(c)(1)(B)(ii) with Rule 7.19E(f)(3)(A)(ii).

- “Cancel and Block.” As set forth in proposed Rule 928NYP(c)(1)(B)(iii), if this option is selected, in addition to the Block actions described above, the Exchange would also cancel all unexecuted orders in the Consolidated Book other than Auction-Only Orders as well as orders designated as GTC.¹⁴

Current Rule 928NYP(d) describes the requirements for reinstating Entering Firms following the trigger of the “Block Only” or “Cancel and Block” automated breach actions. The Exchange proposes to modify this provision to include the reinstatement of Entering Firms taken out of the market for breach of a Gross Credit Risk Limits, which will add clarity and internal consistency to the Rule.¹⁵

As is the case with the existing Pre-Trade Risk Controls, all orders on the Exchange would pass through these risk checks regardless of whether a firm opts to utilize them. As such, there would be no difference in the latency experienced by ATP Holders who have opted to use the proposed risk checks versus those who have not. In addition, like the existing Pre-Trade Risk Controls, the Exchange expects that any latency added by the proposed risk controls would be *de minimis*.

Technical Change

The Exchange proposes to modify Rule 928NYP (c)(1)(A) to specify that it describes the breach action applicable to the Single-Order (pre-trade) Risk Controls, which distinguishes it from the breach actions applicable to the new Gross Credit Risk Limits described in proposed

¹⁴ This proposed automated breach action is substantially similar to the risk check of the same name on the Exchange’s equities platform (except that the proposed Rule includes reference to GTC orders, which order type is not available on the Exchange’s equities platform). Compare proposed Rule 928NYP(c)(1)(B)(iii) with Rule 7.19E(f)(3)(A)(iii).

¹⁵ See proposed Rule 928NYP(d) (adding reference to breach of Gross Credit Risk Limit).

Rule 928NYP(c)(1)(B).¹⁶ This proposed change is non-substantive and is meant to add clarity and transparency to the Rule.

Continuing Obligations of ATP Holders Under Rule 15c3-5

Like the existing Pre-Trade Risk Controls, the proposed Gross Credit Risk Limits are meant to supplement, and not replace, the ATP Holders' own internal systems, monitoring, and procedures related to risk management.¹⁷ As such, the Exchange does not guarantee that these Pre-Trade Controls (including the proposed Credit Risk Limits) will be sufficiently comprehensive to meet all of an ATP Holder's needs as these controls are not designed to be the sole means of risk management and use of these controls will not necessarily meet an ATP Holder's obligations required by Exchange or federal rules (including, without limitation, the Rule 15c3-5 under the Act¹⁸ ("Rule 15c3-5")).¹⁹ Further, as is the case today, use of the Exchange's Pre-Trade Risk Controls (including the proposed Gross Credit Risk Limits) will not automatically constitute compliance with Exchange or federal rules and responsibility for compliance with all Exchange and SEC rules remains with the ATP Holder.²⁰

Timing and Implementation

The Exchange anticipates implementing the proposed change in the second quarter of 2025 and, in any event, will implement the proposed rule change no later than the end of September 2025. The Exchange will announce the timing of such changes by Trader Update.

2. Statutory Basis

¹⁶ See proposed Rule 928NYP(c)(1)(A) (specifying "*Breach Action for Single-Order Risk Controls*").

¹⁷ See Commentary .01 to Rule 928NYP.

¹⁸ See 17 CFR 240.15c3-5.

¹⁹ See *id.*

²⁰ See *id.*

The Exchange believes that the proposed rule change is consistent with Section 6(b) of the Act,²¹ in general, and furthers the objectives of Section 6(b)(5) of the Act,²² in particular, because 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 regulating, clearing, settling, processing information with respect to, and facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system, and, in general, to protect investors and the public interest, and because it is not designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

Specifically, the Exchange believes that the proposed rule change will remove impediments to and perfect the mechanism of a free and open market and a national market system because the proposed additional Gross Credit Risk Limits would provide Entering Firms with enhanced abilities to manage their risk with respect to orders on the Exchange. As noted herein, these new Pre-Trade Risk Controls are not novel; they are based on existing risk settings already in place on the Exchange's (and its affiliates) equities platform, and similar to those on Cboe EDGX.²³ Accordingly, market participants are already familiar with the types of protections that the proposed risk controls afford. As such, the Exchange believes that the proposed additional Pre-Trade Risk Controls would provide a means to address potentially market-impacting events, helping to ensure the proper functioning of the market. Moreover, the proposed Gross Credit Risk Limits (like the existing Pre-Trade Risk Controls) are optional, and Entering Firms are free to utilize them or not at their discretion. In addition, because all orders on

²¹ 15 U.S.C. 78f(b).

²² 15 U.S.C. 78f(b)(5).

²³ See supra notes 6-7.

the Exchange would pass through the proposed risk checks, there would be no difference in the latency experienced by ATP Holders that opt to use the proposed Gross Credit Risk Limits versus those that opt not to use them. In addition, the Exchange expects that any latency added by the proposed pre-trade risk controls would be *de minimis*.

The Exchange believes that the proposed rule change will protect investors and the public interest because the proposed Gross Credit Risk Limits are a form of impact mitigation that will aid Entering Firms in minimizing their risk exposure and reduce the potential for disruptive, market-wide events. As such, the Exchange believes that the proposed risk checks will help to ensure the proper functioning of the market.

The Exchange believes that excluding Market Maker interest from the proposed Gross Credit Risk Limits will remove impediments to and perfect the mechanism of a free and open market and a national market system because, while they may accumulate credit risk from their trading activities, Market Makers' risk management practices and capital adequacy requirements are designed to mitigate this risk. More importantly, Market Makers must utilize real-time Activity-Based Risk Controls for their orders and quotes that dynamically manage exposure at the transaction level.²⁴ Market Makers often quote across thousands of strikes simultaneously. The Activity-Based Controls are tailored to the high-frequency, high-volume nature of options market making as they allow Market Makers to track (and limit) their exposure across all strikes and sides of the market.²⁵ The Exchange believes these mandatory risk controls offer robust and

²⁴ See Rule 928NYP(c)(2)(A). Market Makers must set limits on transactions, contracts, or market volume percentages for each symbol within a defined interval. See Rule 928NYP(a)(3). If these controls are breached repeatedly, Market Makers are removed from the market to reassess risk. See Rule 928NYP(c)(3)(A).

²⁵ As noted supra, Activity-Based and Global Risk Controls are unique to the options market and are not offered on the Exchange's equities platform.

layered safeguards and thus neutralize the need for Market Makers to avail themselves of the (static) pre-trade Gross Credit Risk Limits.

The Exchange understands that ATP Holders implement a number of different risk-based controls, including those required by Rule 15c3-5. The controls proposed here will serve as an additional tool for Entering Firms to assist them in identifying any risk exposure. The Exchange believes the proposed additional Pre-Trade Risk Controls will assist Entering Firms in managing their financial exposure which, in turn, could enhance the integrity of trading on the securities markets and help to assure the stability of the financial system.

Finally, the Exchange believes the proposed (non-substantive) technical change to delineate the automated breach actions for Single-Order Risk Controls as opposed to the new Gross Credit Risk Limits will remove impediments to a free and open market because it will add clarity and transparency to the Rule, which benefits investors and the investing public.

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. In fact, the Exchange believes that the proposal will have a positive effect on competition because, by providing Entering Firms additional means to monitor and control risk, the proposed rule will increase confidence in the proper functioning of the markets. The Exchange believes the proposed additional Gross Credit Risk Limits will assist Entering Firms in managing their financial exposure which, in turn, could enhance the integrity of trading on the securities markets and help to assure the stability of the financial system. As a result, the level of competition should increase as public confidence in the markets is solidified.

The Exchange believes that excluding Market Makers interest from the proposed risk

checks will not impose an undue burden on intra-market competition because Market Makers' risk management practices and capital adequacy requirements are designed to mitigate their credit risk. Further, as discussed herein, Market Makers are subject to mandatory Activity-Based Risk Controls designed to dynamically manage their exposure in the high-frequency, high-volume options market. The Exchange believes these mandatory real-time risk controls neutralize the need to offer the Gross Credit Risk Limit to Market Makers.

Finally, the Exchange believes the proposed (non-substantive) technical change does not raise any competitive issue but instead will benefit investors and the investing public by adding clarity and transparency to the Rule.

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 Act²⁶ and Rule 19b-4(f)(6) thereunder.²⁷ 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)²⁸ normally does not become

²⁶ 15 U.S.C. 78s(b)(3)(A)(iii).

²⁷ 17 CFR 240.19b-4(f)(6).

²⁸ 17 CFR 240.19b-4(f)(6).

operative prior to 30 days after the date of the filing. However, pursuant to Rule 19b4(f)(6)(iii),²⁹ the Commission may designate a shorter time if such action is consistent with the protection of investors and the public interest. The Exchange has asked the Commission to waive the 30-day operative delay so that the proposal may become operative immediately upon filing.

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. If the Commission takes such action, the Commission shall institute proceedings under Section 19(b)(2)(B)³⁰ of the Act to determine whether the proposed rule change 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 (<https://www.sec.gov/rules/sro.shtml>); or
- Send an email to rule-comments@sec.gov. Please include file number SR-NYSEAMER-2025-32 on the subject line.

²⁹ 17 CFR 240.19b-4(f)(6)(iii).

³⁰ 15 U.S.C. 78s(b)(2)(B).

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-2025-32. 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 (<https://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 a.m. and 3 p.m. Copies of the filing also will be available for inspection and copying at the principal office of the Exchange. Do not include personal identifiable information in submissions; you should submit only information that you wish to make available publicly. We may redact in part or withhold entirely from publication submitted material that is obscene or subject to copyright protection. All submissions should refer to file number SR-NYSEAMER-2025-32 and should be submitted on or before [INSERT DATE 21 DAYS AFTER DATE OF PUBLICATION IN THE *FEDERAL REGISTER*].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.³¹

³¹ 17 CFR 200.30-3(a)(12).

Sherry R. Haywood,

Assistant Secretary.

Additions: Underlined
 Deletions: [Bracketed]

NYSE American Rules

* * * * *

Rule 928NYP. Pre-Trade and Activity-Based Risk Controls

(a) The following are definitions for purposes of this Rule:

- (1) “Entering Firm” means an ATP Holder (including those acting as Market Makers).
- (2) “Pre-Trade Risk Controls” refer to the following optional limits, each of which an Entering Firm may utilize with respect to its trading activity on the Exchange (excluding interest represented in open outcry, except CTB Orders).
 - (A) “Single-Order Risk Controls” refer to the following:
 - (i) controls related to the maximum dollar amount for a single order to be applied one time (“Single Order Maximum Notional Value Risk Limit”) and the maximum number of contracts that may be included in a single order before it can be traded (“Single Order Maximum Quantity Risk Limit”). Orders designated GTC will be subject to these checks only once.
 - (ii) controls related to the price of an order or quote (including percentage-based and dollar-based controls);
 - (iii) controls related to the order types or modifiers that can be utilized;
 - (iv) controls to restrict the options classes transacted;
 - (v) controls to prohibit duplicative orders; and
 - (vi) controls to restrict the overall rate of orders.
 - (B) “Gross Credit Risk Limits” refer to the following pre-established maximum daily dollar amounts for purchases and sales across all symbols (excluding Market Maker interest), where both buy and sell orders are counted as positive values. An Entering Firm will receive notifications if it is approaching or has breached its limit.
 - (i) “Gross Credit Risk Limit - Open + Executed,” which includes unexecuted orders in the Consolidated Book, orders routed on arrival pursuant to Rule 964NYP(k), and executed orders; and
 - (ii) “Gross Credit Risk Limit - Open Only,” which includes unexecuted orders in the Consolidated Book and orders routed on arrival pursuant to Rule 964NYP(k), and

(iii) “Gross Credit Risk Limit - Executed Only,” which includes executed orders only.

* * * * *

(b) *Setting and Adjusting Pre-Trade, Activity-Based, and Global Risk Controls.*

(1) Pre-Trade, Activity-Based and Global Risk Controls may be set before the beginning of a trading day and may be adjusted during the trading day.

(2) Pre-Trade, Activity-Based and Global Risk Controls can be set at the MPID level or at one or more sub-IDs associated with that MPID, or both. If a Pre-Trade Risk Control set at the MPID level is breached, the Automated Breach Action specified at the MPID level will be applied to all sub-IDs associated with that MPID. Additionally, Pre-Trade Risk Controls to restrict the options class(es) transacted must be set per option class.

(c) *Automated Breach Actions.* The Exchange will automatically take the following actions.

(1) *Pre-Trade Risk Controls.*

(A) *Breach Action for [Pre-Trade]Single-Order Risk Controls.*

(i) A Limit Order or quote that breaches any Single-Order Risk Control will be rejected.

(ii) A Market Order that arrives during a pre-open state will be cancelled if the quantity remaining to trade after an Auction breaches the Single Order Maximum Notional Value Risk Limit. At all other times, a Market Order that triggers or breaches any Single-Order Risk Control will be rejected.

(iii) A Limit Order or quote that would breach a price control under paragraph (a)(2)(A)(ii) above will be rejected or cancelled as specified in Rule 900.3NYP(a)(3)(A) (Limit Order Price Protection).

(B) *Breach Action for Gross Credit Risk Limits.* When designating Gross Credit Risk Limits, the Entering Firm must indicate which of the following actions it wishes the Exchange to take if a Gross Credit Risk Limit is breached and, once breached, such action will be applied to its orders in the affected class of options.

(i) Notification Only: The Exchange will continue to accept new order messages and related instructions and will not cancel any unexecuted orders in the Consolidated Book.

(ii) Block Only: The Exchange will reject new order messages and related instructions, provided that the Exchange will continue to process instructions from the Entering Firm to cancel one or more orders (including Auction-Only Orders) in full or any of the instructions specified in paragraph (e) of this Rule.

(iii) Cancel and Block: In addition to the restrictions defined above for “Block Only,” the Exchange will cancel all unexecuted orders in the Consolidated Book other than Auction-Only Orders and orders designated GTC.

* * * * *

(d) *Reinstatement of Entering Firm After Automated Breach Action.* If either a “Block Only” or “Cancel and Block” Automated Breach Action has been triggered, the Exchange will not reinstate the Entering Firm’s ability to enter orders and quotes and related instructions on the Exchange (other than instructions to cancel one or more orders or quotes (including Auction-Only Orders and orders designated GTC) in full) without the consent of the Entering Firm, which may be provided via automated contact if it was a breach of a Gross Credit Risk Limit or an Activity-Based Risk Control. An Entering Firm that breaches the Global Risk Control will not be reinstated unless the Entering Firm provides consent via nonautomated contact with the Exchange.

(e) *Kill Switch Actions.* An Entering Firm can direct the Exchange to take one or more of the following actions with respect to orders and quotes (excluding those represented in open outcry, except CTB Orders) at either an MPID or sub-ID level:

- (1) Cancel all Auction-Only Orders;
- (2) Cancel all orders designated GTC;
- (3) Cancel all unexecuted orders and quotes in the Consolidated Book other than Auction-Only Orders and orders designated GTC; or
- (4) Block the entry of any new order and quote messages and related instructions, provided that the Exchange will continue to accept instructions from the Entering Firm to cancel one or more orders or quotes (including Auction-Only Orders and orders designated GTC) in full, and later, reverse that block.

Commentary :

.01 The Pre-Trade, Activity-Based, and Global Risk Controls described in this Rule are meant to supplement, and not replace, the ATP Holder’s own internal systems, monitoring, and procedures related to risk management and are not designed for compliance with Rule 15c3-5 under the Exchange Act. Responsibility for compliance with all Exchange and SEC rules remains with the ATP Holder.

.02 An Entering Firm may set price controls under paragraph (a)(2)(A)(ii) above, that are equal to or more restrictive than levels set out in Rule 900.3NYP(a)(3)(A) regarding Limit Order Price Protection.

* * * * *