

Required fields are shown with yellow backgrounds and asterisks.

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

File No. * SR 2025 - * 76

Amendment No. (req. for Amendments *)

Filing by NYSE Arca, Inc.

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"/>
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Pilot <input type="checkbox"/>	Extension of Time Period for Commission Action * <input type="checkbox"/>	Date Expires * <input type="text"/>
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Rule

<input type="checkbox"/> 19b-4(f)(1)	<input type="checkbox"/> 19b-4(f)(4)
<input checked="" type="checkbox"/> 19b-4(f)(2)	<input type="checkbox"/> 19b-4(f)(5)
<input type="checkbox"/> 19b-4(f)(3)	<input 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"/>	Section 806(e)(2) * <input type="checkbox"/>
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Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934

Section 3C(b)(2) *

Exhibit 2 Sent As Paper Document

Exhibit 3 Sent As Paper Document

Description

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

Proposal to modify the NYSE Arca Options Fee Schedule

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, NYSE Group Inc.

E-mail * Kathleen.Murphy@ice.com

Telephone * (212) 656-4841 Fax (212) 656-8101

Signature

Pursuant to the requirements of the Securities Exchange of 1934, NYSE Arca, Inc. has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

Date 09/30/2025 (Title *)

By David De Gregorio Associate General Counsel
(Name *)

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.

David De Gregorio

Digitally signed by David De Gregorio
Date: 2025.09.30 16:29:17 -04'00'

Required fields are shown with yellow backgrounds and astericks.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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

Form 19b-4 Information *

Add Remove View

R19b4 Arca FirmBD Posting + Routing

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 *

Add Remove View

REx. 1Arca FirmBD Posting + Routing

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 *

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

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 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.

Exhibit Sent As Paper Document

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

Ex 5 Arca FirmBD Posting + Routing (

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) Pursuant to the provisions of Section 19(b)(1) of the Securities Exchange Act of 1934 (the “Act”)¹ and Rule 19b-4 thereunder,² NYSE Arca, Inc. (“NYSE Arca” or the “Exchange”) proposes to modify the NYSE Arca Options Fee Schedule (“Fee Schedule”) to amend certain pricing and incentives for Firm and Broker Dealer transactions and to exempt Floor Brokers from Routing Fees. The Exchange proposes to implement the fee change effective October 1, 2025.

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 would 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 person on the Exchange staff prepared to respond to questions and comments on the proposed rule change are:

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 purpose of this filing is to modify the Fee Schedule as relates to Firm and Broker Dealer transactions to (1) amend the per contract fees and credits for electronic executions for posting (or “liquidity adding” volume); (2) modify the

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

certain posting credit tiers for executions in Penny Issues; and (3) eliminate the Firm and Broker Incentive Program. In addition, the Exchange proposes to exempt Floor Brokers from Routing Fees.

Firm and Broker Dealer Credits and Fees for Electronic Executions

Currently, the Exchange assesses certain per-contract credits and fees for Firm and Broker Dealer electronic executions on Penny and non-Penny Issues, respectively that are liquidity-adding,³ which pricing the Exchange proposes to modify. First, the Exchange proposes to increase the current per-contract credit for such executions in Penny Issues for these participants from (\$0.10) to (\$0.28). In terms of electronic executions by Firms and Broker Dealers in non-Penny Issues that are liquidity-adding, the Exchange proposes to decrease the current per-contract fee for such executions from \$0.50 to \$0.00. In other words, the Exchange proposes to no longer charge Firms and Broker Dealers for their electronic executions in non-Penny Issues.

The Exchange believes these proposed changes, which increase per contract credits and eliminate per contract fees for Firm and Broker Dealer electronic executions, will encourage these participants to increase executions in liquidity-adding volumes, in all Issues on the Exchange, which added liquidity benefits all market participants and makes the Exchange a more attractive venue. The Exchange notes that the proposed change is competitive and would align the Exchange's pricing with that of other options exchanges.⁴

Firm and Broker Penny Posting Credit Tiers

Currently, the Exchange offers certain increased per-contract credits for Firm and Broker Dealer electronic executions in Penny Issues that are liquidity-adding.⁵ The Exchange proposes to modify these Tiers as follows. First, the Exchange proposes to modify the "Base" credit from (\$0.10) and (\$0.28) to align with the proposed per contract increase to this credit as described above. Second, the Exchange proposes to eliminate Tier 1, which currently offers a per contract credit of (\$0.25) for Firm and Broker Dealer posted interest in Penny Issues of at least 0.15% of TCADV because it has been rendered obsolete given that it is lower than the proposed (increased) base rate of (\$0.28) for Firm and Broker Dealer liquidity adding volume. To conform with the deletion of existing Tier 1, the Exchange proposes to re-name current Tier 2 as Tier 1, which will add clarity,

³ See Fee Schedule, NYSE Arca OPTIONS: TRADE-RELATED CHARGES FOR STANDARD OPTIONS, TRANSACTION FEE FOR MANUAL EXECUTIONS - PER CONTRACT.

⁴ See e.g., Nasdaq BX Options, LLC ("BX Options"), Pricing Schedule, Section 2 BX Options Market-Fees and Rebates (providing for (\$0.12) per contract base credit for Firm and Non-Customer "maker" of liquidity-adding volume in Penny Issues) and (assessing a (\$0.45) per contract "taker" fee for Firm and Non-Customer volume in non-Penny Issues).

⁵ See Fee Schedule, FIRM AND BROKER DEALER PENNY POSTING CREDIT TIERS.

transparency, and internal consistency to the Fee Schedule.

Firm and Broker Incentive Program

The Exchange proposes to eliminate the Firm and Broker Incentive Program, which is set forth in the table below.

Firm and Broker Dealer Incentive Program ^{8,15}	
At least 0.30% ADV of U.S Equity Tape C Market Share Posted and Executed on NYSE Arca Tape C Equity Market	Additional \$0.03 Credit on Firm and Broker Dealer Penny Posting Credit]
At least 0.85% of TCADV of posted interest in all issues across all account types, of which at least 0.60% TCADV is from Firm and Broker Dealer posted interest	Additional \$0.05 Credit on Firm and Broker Dealer Penny Posting Credit
<i>OTP Holders and OTP Firms that qualify for Tier 1 or Tier 2 Firm and Broker-Dealer Penny Posting Credit Tiers may earn the greater of the alternative additional credits listed above.</i>	

The Exchange is proposing to eliminate this Incentive Program because it believes that the proposed changes to the credits and fees for Firm and Broker Dealer liquidity-adding volume will act as sufficient incentive for these participants. The Exchange therefore propose to remove this Incentive Program as superfluous. In this regard, the Exchange believes that the elimination of this Incentive Program will streamline the Fee Schedule by reducing the number of additional credits (based on various volume thresholds) available on Firm and Broker posting volume, thus making the Fee Schedule easier to navigate and comprehend.

Routing Change

The Exchange currently assesses market participants Routing Fees applies to orders routed and executed on another exchange. The Exchange proposes to modify the Fee Schedule to exempt Floor Brokers from Routing Fees to incentivize them to increase (or maintain) their activity in open outcry. To the extent that this incentive operates as intended it will increase liquidity on the Trading Floor, which benefits all market participants.

(b) Statutory Basis

The Exchange believes that the proposed rule change is consistent with Section 6(b) of the Act,⁶ in general, and furthers the objectives of Sections 6(b)(4) and (5)

⁶ 15 U.S.C. 78f(b).

of the Act,⁷ in particular, because it provides for the equitable allocation of reasonable dues, fees, and other charges among its members, issuers and other persons using its facilities and does not unfairly discriminate between customers, issuers, brokers or dealers.

The proposed change is reasonable, equitable, and not unfairly discriminatory. As a threshold matter, the Exchange is subject to significant competitive forces in the market for options securities transaction services that constrain its pricing determinations in that market. The Commission has repeatedly expressed its preference for competition over regulatory intervention in determining prices, products, and services in the securities markets. In Regulation NMS, the Commission highlighted the importance of market forces in determining prices and SRO revenues and, also, recognized that current regulation of the market system “has been remarkably successful in promoting market competition in its broader forms that are most important to investors and listed companies.”⁸

There are currently 18 registered options exchanges competing for order flow. Based on publicly-available information, and excluding index-based options, no single exchange has more than 16% of the market share of executed volume of multiply-listed equity and ETF options trades.⁹ Therefore, currently no exchange possesses significant pricing power in the execution of multiply-listed equity and ETF options order flow. More specifically, in August 2025, the Exchange had 9.87% market share of executed volume of multiply-listed equity and ETF options trades.¹⁰ In such a low-concentrated and highly competitive market, no single options exchange possesses significant pricing power in the execution of option order flow. Within this environment, market participants can freely and often do shift their order flow among the Exchange and competing venues in response to changes in their respective pricing schedules.

Firm and Broker Dealer Credits and Fees for Electronic Executions

The Exchange believes the proposed changes to fees/credits for Firm and Broker Dealer electronic executions is reasonable because the Exchange is increasing the per-contract contract credits for liquidity-adding executions in Penny Issues and reducing to zero the per-contract fees for liquidity-adding executions in non-Penny issues. The Exchange believes these proposed changes will encourage Firm

⁷ 15 U.S.C. 78f(b)(4) and (5).

⁸ See Securities Exchange Act Release No. 51808 (June 9, 2005), 70 FR 37496, 37499 (June 29, 2005) (S7-10-04) (“Reg NMS Adopting Release”).

⁹ The OCC publishes options and futures volume in a variety of formats, including daily and monthly volume by exchange, available here: <https://www.theocc.com/Market-Data/Market-Data-Reports/Volume-and-Open-Interest/Monthly-Weekly-Volume-Statistics>.

¹⁰ Based on a compilation of OCC data for monthly volume of equity-based options and monthly volume of ETF-based options, see *id.*, the Exchange’s market share in multiply-listed equity and ETF options decreased from 14.62% in August 2024 to 9.87% for the month of August 2025.

and Broker Dealers to increase (or direct) their electronic executions in liquidity-adding volumes in all Issues on the Exchange, which added liquidity benefits all market participants and makes the Exchange a more attractive venue. The Exchange notes that the proposed change is competitive and would align the Exchange's pricing with that of other options exchanges.¹¹

The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The proposal is based on the type of business transacted on the Exchange, and Firm and Broker Dealers are not obligated to transact on the Exchange.

Firm and Broker Penny Posting Credit Tiers

The Exchange believes the proposed conforming changes to modify the "Base" credit from (\$0.10) and (\$0.28) to align with the proposed per-contract increase -- as well as the proposed non-substantive change to rename existing Tier 2 to Tier 1 -- are reasonable, equitable, and not unfairly discriminatory because they add clarity, transparency, and internal consistency to the Fee Schedule. The Exchange also believes its proposal to eliminate Tier 1 and the associated per contract credit for Firm and Broker Dealer posted interest in Penny Issues is reasonable because the incentive was not operating as intended and therefore removal of the Tier would streamline the Fee Schedule such that it would include only those incentives that were operating as intended. The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The proposal is based on the type of business transacted on the Exchange, and Firm and Broker Dealers are not obligated to transact on the Exchange.

Firm and Broker Incentive Program

The Exchange believe the proposal to eliminate this Incentive Program is reasonable, equitable, and not unfairly discriminatory because the Exchange believes this Incentive Program is unnecessary given that the Exchange's proposed enhancements to the credits and fees for Firm and Broker Dealer liquidity-adding volume. The Exchange believes these enhancements will act as sufficient incentive for these participants. The Exchange also notes that the elimination of this Incentive Program will streamline the Fee Schedule by reducing the number of additional credits (based on various volume thresholds) available on Firm and Broker posting volume, thus making the Fee Schedule easier to navigate and comprehend.

¹¹ See e.g., Nasdaq BX Options, LLC ("BX Options"), Pricing Schedule, Section 2 BX Options Market-Fees and Rebates (providing for (\$0.12) per contract base credit for Firm and Non-Customer "maker" of liquidity-adding volume in Penny Issues) and (assessing a (\$0.45) per contract "taker" fee for Firm and Non-Customer volume in non-Penny Issues).

The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The proposal is based on the type of business transacted on the Exchange, and Firm and Broker Dealers are not obligated to transact on the Exchange.

Routing Change

The Exchange believe the proposal to exempt Floor Brokers from Routing Fees is reasonable, equitable, and not unfairly discriminatory because the Exchange believes that this change will incentivize Floor Brokers to increase (or maintain) their activity in open outcry. To the extent that this incentive operates as intended it will increase liquidity on the Trading Floor, which benefits all market participants.

The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The Exchange notes that Floor Brokers play a unique and important role in ensuring liquidity is executed on the Trading Floor, which the Exchange believes justifies the exempting them from fees assessed to other market participants.

4. Self-Regulatory Organization's Statement on Burden on Competition

In accordance with Section 6(b)(8) of the Act, the Exchange does not believe that the proposed rule change would impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. Instead, as discussed above, the Exchange believes that the proposed change to increase the fee on LMMs' manual executions would be consistent with charges for similar business on at least one other market. As a result, the Exchange believes that the proposed change furthers the Commission's goal in adopting Regulation NMS of fostering integrated competition among orders, which promotes "more efficient pricing of individual stocks for all types of orders, large and small."¹²

Intramarket Competition. The proposed change to increase the credits and fees on Firm and Broker Dealer electronic executions in liquidity-adding volume, which align with pricing available on other options exchanges, are designed to continue to promote the use of the Exchange as a primary trading venue, and, specifically, to encourage liquidity-adding order flow. To the extent that this purpose is achieved and Firms and Broker Dealers direct more liquidity-adding volume to the Exchange, all the Exchange's market participants should benefit from the continued market liquidity. Enhanced market quality and increased transaction

¹² See Reg NMS Adopting Release, supra note 9, at 37499.

volume that results from the increase in order flow directed to the Exchange will benefit all market participants and improve competition on the Exchange.

The Exchange believes the proposed elimination of certain incentives for Firm and Broker Dealer posting volume, as described herein, would not unduly impact intramarket competition because the proposed changes apply equally to all similarly-situated market participants on an equal and non-discriminatory basis and are based on the type of business transacted on the Exchange, and Firm and Broker Deales are not obligated to transact on the Exchange.

The Exchange believes the proposal to exempt Floor Brokers from Routing Fees would not unduly impact intramarket because the change applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The Exchange notes that Floor Brokers offer play a unique and important role in ensuring liquidity is executed on the Trading Floor, which the Exchange believes justifies exempting Floor Brokers from fees assessed to other market participants.

Intermarket Competition. The Exchange operates in a highly competitive market in which market participants can readily favor one of the 17 other competing option exchanges if they deem fee levels at a particular venue to be excessive. Based on publicly-available information, and excluding index-based options, no single exchange has more than 16% of the market share of executed volume of multiply-listed equity and ETF options trades.¹³ Therefore, currently no exchange possesses significant pricing power in the execution of multiply-listed equity and ETF options order flow. More specifically, in January 2025, the Exchange had 13.08% market share of executed volume of multiply-listed equity and ETF options trades.¹⁴

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)

¹³ The OCC publishes options and futures volume in a variety of formats, including daily and monthly volume by exchange, available here: <https://www.theocc.com/Market-Data/Market-Data-Reports/Volume-and-Open-Interest/Monthly-Weekly-Volume-Statistics>.

¹⁴ Based on a compilation of OCC data for monthly volume of equity-based options and monthly volume of ETF-based options, see id., the Exchange’s market share in multiply-listed equity and ETF options decreased from 14.62% in August 2024 to 9.87% for the month of August 2025

The foregoing rule change is effective upon filing pursuant to Section 19(b)(3)(A)(ii) of the Act¹⁵ and subparagraph (f)(2) of Rule 19b-4¹⁶ because it establishes a due, fee, or other charge imposed by the Exchange. 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) of the Act to determine whether the proposed rule change should be approved or disapproved.¹⁷

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

Not applicable.

10. Advance 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 the Proposed Rule Change for Publication in the Federal Register

Exhibit 5 – Amendment to the Exchange’s Fee Schedule

¹⁵ 15 U.S.C. 78s(b)(3)(A)(ii).

¹⁶ 17 CFR 240.19b-4(f)(2).

¹⁷ 15 U.S.C. 78s(b)(2)(B).

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34- ; File No. SR-NYSEARCA-2025-76)

[Date]

Self-Regulatory Organizations; NYSE Arca, Inc.; Notice of Filing and Immediate Effectiveness
of Proposed Rule Change to Modify the NYSE Arca Options Fee Schedule

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 September 30, 2025, NYSE Arca, Inc. (“NYSE Arca” or the “Exchange”) filed with the Securities and Exchange Commission (the “Commission”) the proposed rule change as described in Items I, 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 modify the NYSE Arca Options Fee Schedule (“Fee Schedule”) to amend certain pricing and incentives for Firm and Broker Dealer transactions and to exempt Floor Brokers from Routing Fees. The Exchange proposes to implement the fee change effective October 1, 2025. 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.

¹ 15 U.S.C. 78s(b)(1).

² 15 U.S.C. 78a.

³ 17 CFR 240.19b-4.

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

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of, and basis for, the proposed rule change and discussed any comments it received on the proposed rule change. The text of those statements may be examined at the places specified in Item IV below. The Exchange has prepared summaries, set forth in sections A, B, and C below, of the most significant parts of such statements.

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

1. Purpose

The purpose of this filing is to modify the Fee Schedule as relates to Firm and Broker Dealer transactions to (1) amend the per contract fees and credits for electronic executions for posting (or "liquidity adding" volume); (2) modify the certain posting credit tiers for executions in Penny Issues; and (3) eliminate the Firm and Broker Incentive Program. In addition, the Exchange proposes to exempt Floor Brokers from Routing Fees.

Firm and Broker Dealer Credits and Fees for Electronic Executions

Currently, the Exchange assesses certain per-contract credits and fees for Firm and Broker Dealer electronic executions on Penny and non-Penny Issues, respectively that are liquidity-adding,⁴ which pricing the Exchange proposes to modify. First, the Exchange proposes to increase the current per-contract credit for such executions in Penny Issues for these participants from (\$0.10) to (\$0.28).

⁴ See Fee Schedule, NYSE Arca OPTIONS: TRADE-RELATED CHARGES FOR STANDARD OPTIONS, TRANSACTION FEE FOR MANUAL EXECUTIONS - PER CONTRACT.

In terms of electronic executions by Firms and Broker Dealers in non-Penny Issues that are liquidity-adding, the Exchange proposes to decrease the current per-contract fee for such executions from \$0.50 to \$0.00. In other words, the Exchange proposes to no longer charge Firms and Broker Dealers for their electronic executions in non-Penny Issues.

The Exchange believes these proposed changes, which increase per contract credits and eliminate per contract fees for Firm and Broker Dealer electronic executions, will encourage these participants to increase executions in liquidity-adding volumes, in all Issues on the Exchange, which added liquidity benefits all market participants and makes the Exchange a more attractive venue. The Exchange notes that the proposed change is competitive and would align the Exchange's pricing with that of other options exchanges.⁵

Firm and Broker Penny Posting Credit Tiers

Currently, the Exchange offers certain increased per-contract credits for Firm and Broker Dealer electronic executions in Penny Issues that are liquidity-adding.⁶ The Exchange proposes to modify these Tiers as follows. First, the Exchange proposes to modify the "Base" credit from (\$0.10) and (\$0.28) to align with the proposed per contract increase to this credit as described above. Second, the Exchange proposes to eliminate Tier 1, which currently offers a per contract credit of (\$0.25) for Firm and Broker Dealer posted interest in Penny Issues of at least 0.15% of TCADV because it has been rendered obsolete given that it is lower than the proposed (increased) base rate of (\$0.28) for Firm and Broker Dealer liquidity adding volume. To conform with the deletion of existing Tier 1, the Exchange proposes to re-name current Tier 2 as Tier 1,

⁵ See e.g., Nasdaq BX Options, LLC ("BX Options"), Pricing Schedule, Section 2 BX Options Market-Fees and Rebates (providing for (\$0.12) per contract base credit for Firm and Non-Customer "maker" of liquidity-adding volume in Penny Issues) and (assessing a (\$0.45) per contract "taker" fee for Firm and Non-Customer volume in non-Penny Issues).

⁶ See Fee Schedule, FIRM AND BROKER DEALER PENNY POSTING CREDIT TIERS.

which will add clarity, transparency, and internal consistency to the Fee Schedule.

Firm and Broker Incentive Program

The Exchange proposes to eliminate the Firm and Broker Incentive Program, which is set forth in the table below.

Firm and Broker Dealer Incentive Program ^{8,15}	
At least 0.30% ADV of U.S Equity Tape C Market Share Posted and Executed on NYSE Arca Tape C Equity Market	Additional \$0.03 Credit on Firm and Broker Dealer Penny Posting Credit]
At least 0.85% of TCADV of posted interest in all issues across all account types, of which at least 0.60% TCADV is from Firm and Broker Dealer posted interest	Additional \$0.05 Credit on Firm and Broker Dealer Penny Posting Credit
<i>OTP Holders and OTP Firms that qualify for Tier 1 or Tier 2 Firm and Broker-Dealer Penny Posting Credit Tiers may earn the greater of the alternative additional credits listed above.</i>	

The Exchange is proposing to eliminate this Incentive Program because it believes that the proposed changes to the credits and fees for Firm and Broker Dealer liquidity-adding volume will act as sufficient incentive for these participants. The Exchange therefore propose to remove this Incentive Program as superfluous. In this regard, the Exchange believes that the elimination of this Incentive Program will streamline the Fee Schedule by reducing the number of additional credits (based on various volume thresholds) available on Firm and Broker posting volume, thus making the Fee Schedule easier to navigate and comprehend.

Routing Change

The Exchange currently assesses market participants Routing Fees applies to orders routed and executed on another exchange. The Exchange proposes to modify the Fee Schedule to exempt Floor Brokers from Routing Fees to incentivize them to increase (or maintain) their

activity in open outcry. To the extent that this incentive operates as intended it will increase liquidity on the Trading Floor, which benefits all market participants.

2. Statutory Basis

The Exchange believes that the proposed rule change is consistent with Section 6(b) of the Act,⁷ in general, and furthers the objectives of Sections 6(b)(4) and (5) of the Act,⁸ in particular, because it provides for the equitable allocation of reasonable dues, fees, and other charges among its members, issuers and other persons using its facilities and does not unfairly discriminate between customers, issuers, brokers or dealers.

The proposed change is reasonable, equitable, and not unfairly discriminatory. As a threshold matter, the Exchange is subject to significant competitive forces in the market for options securities transaction services that constrain its pricing determinations in that market. The Commission has repeatedly expressed its preference for competition over regulatory intervention in determining prices, products, and services in the securities markets. In Regulation NMS, the Commission highlighted the importance of market forces in determining prices and SRO revenues and, also, recognized that current regulation of the market system “has been remarkably successful in promoting market competition in its broader forms that are most important to investors and listed companies.”⁹

There are currently 18 registered options exchanges competing for order flow. Based on publicly-available information, and excluding index-based options, no single exchange has more than 16% of the market share of executed volume of multiply-listed equity and ETF options

⁷ 15 U.S.C. 78f(b).

⁸ 15 U.S.C. 78f(b)(4) and (5).

⁹ See Securities Exchange Act Release No. 51808 (June 9, 2005), [70 FR 37496](#), 37499 (June 29, 2005) (S7-10-04) (“Reg NMS Adopting Release”).

trades.¹⁰ Therefore, currently no exchange possesses significant pricing power in the execution of multiply-listed equity and ETF options order flow. More specifically, in August 2025, the Exchange had 9.87% market share of executed volume of multiply-listed equity and ETF options trades.¹¹ In such a low-concentrated and highly competitive market, no single options exchange possesses significant pricing power in the execution of option order flow. Within this environment, market participants can freely and often do shift their order flow among the Exchange and competing venues in response to changes in their respective pricing schedules.

Firm and Broker Dealer Credits and Fees for Electronic Executions

The Exchange believes the proposed changes to fees/credits for Firm and Broker Dealer electronic executions is reasonable because the Exchange is increasing the per-contract contract credits for liquidity-adding executions in Penny Issues and reducing to zero the per-contract fees for liquidity-adding executions in non-Penny issues. The Exchange believes these proposed changes will encourage Firm and Broker Dealers to increase (or direct) their electronic executions in liquidity-adding volumes in all Issues on the Exchange, which added liquidity benefits all market participants and makes the Exchange a more attractive venue. The Exchange notes that the proposed change is competitive and would align the Exchange's pricing with that of other options exchanges.¹²

¹⁰ The OCC publishes options and futures volume in a variety of formats, including daily and monthly volume by exchange, available here: <https://www.theocc.com/Market-Data/Market-Data-Reports/Volume-and-Open-Interest/Monthly-Weekly-Volume-Statistics>.

¹¹ Based on a compilation of OCC data for monthly volume of equity-based options and monthly volume of ETF-based options, see id., the Exchange's market share in multiply-listed equity and ETF options decreased from 14.62% in August 2024 to 9.87% for the month of August 2025.

¹² See e.g., Nasdaq BX Options, LLC ("BX Options"), Pricing Schedule, Section 2 BX Options Market-Fees and Rebates (providing for (\$0.12) per contract base credit for Firm and Non-Customer "maker" of liquidity-adding volume in Penny Issues) and (assessing a (\$0.45) per contract "taker" fee for Firm and Non-Customer volume in non-Penny Issues).

The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The proposal is based on the type of business transacted on the Exchange, and Firm and Broker Deales are not obligated to transact on the Exchange.

Firm and Broker Penny Posting Credit Tiers

The Exchange believes the proposed conforming changes to modify the “Base” credit from (\$0.10) and (\$0.28) to align with the proposed per-contract increase -- as well as the proposed non-substantive change to rename existing Tier 2 to Tier 1 -- are reasonable, equitable, and not unfairly discriminatory because they add clarity, transparency, and internal consistency to the Fee Schedule. The Exchange also believes its proposal to eliminate Tier 1 and the associated per contract credit for Firm and Broker Dealer posted interest in Penny Issues is reasonable because the incentive was not operating as intended and therefore removal of the Tier would streamline the Fee Schedule such that it would include only those incentives that were operating as intended. The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The proposal is based on the type of business transacted on the Exchange, and Firm and Broker Deales are not obligated to transact on the Exchange.

Firm and Broker Incentive Program

The Exchange believe the proposal to eliminate this Incentive Program is reasonable, equitable, and not unfairly discriminatory because the Exchange believes this Incentive Program is unnecessary given that the Exchange’s proposed enhancements to the credits and fees for Firm and Broker Dealer liquidity-adding volume. The Exchange believes these enhancements will act

as sufficient incentive for these participants. The Exchange also notes that the elimination of this Incentive Program will streamline the Fee Schedule by reducing the number of additional credits (based on various volume thresholds) available on Firm and Broker posting volume, thus making the Fee Schedule easier to navigate and comprehend.

The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The proposal is based on the type of business transacted on the Exchange, and Firm and Broker Deales are not obligated to transact on the Exchange.

Routing Change

The Exchange believe the proposal to exempt Floor Brokers from Routing Fees is reasonable, equitable, and not unfairly discriminatory because the Exchange believes that this change will incentivize Floor Brokers to increase (or maintain) their activity in open outcry. To the extent that this incentive operates as intended it will increase liquidity on the Trading Floor, which benefits all market participants.

The Exchange believes the proposed rule change is an equitable allocation of its fees and is not unfairly discriminatory, as it applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The Exchange notes that Floor Brokers play a unique and important role in ensuring liquidity is executed on the Trading Floor, which the Exchange believes justifies the exempting them from fees assessed to other market participants.

B. Self-Regulatory Organization's Statement on Burden on Competition

In accordance with Section 6(b)(8) of the Act, the Exchange does not believe that the proposed rule change would impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. Instead, as discussed above, the Exchange

believes that the proposed change to increase the fee on LMMs' manual executions would be consistent with charges for similar business on at least one other market. As a result, the Exchange believes that the proposed change furthers the Commission's goal in adopting Regulation NMS of fostering integrated competition among orders, which promotes "more efficient pricing of individual stocks for all types of orders, large and small."¹³

Intramarket Competition. The proposed change to increase the credits and fees on Firm and Broker Dealer electronic executions in liquidity-adding volume, which align with pricing available on other options exchanges, are designed to continue to promote the use of the Exchange as a primary trading venue, and, specifically, to encourage liquidity-adding order flow. To the extent that this purpose is achieved and Firms and Broker Dealers direct more liquidity-adding volume to the Exchange, all the Exchange's market participants should benefit from the continued market liquidity. Enhanced market quality and increased transaction volume that results from the increase in order flow directed to the Exchange will benefit all market participants and improve competition on the Exchange.

The Exchange believes the proposed elimination of certain incentives for Firm and Broker Dealer posting volume, as described herein, would not unduly impact intramarket competition because the proposed changes apply equally to all similarly-situated market participants on an equal and non-discriminatory basis and are based on the type of business transacted on the Exchange, and Firm and Broker Deales are not obligated to transact on the Exchange.

¹³ See Reg NMS Adopting Release, supra note 10, at 37499.

The Exchange believes the proposal to exempt Floor Brokers from Routing Fees would not unduly impact intramarket because the change applies equally to all similarly-situated market participants on an equal and non-discriminatory basis. The Exchange notes that Floor Brokers offer play a unique and important role in ensuring liquidity is executed on the Trading Floor, which the Exchange believes justifies exempting Floor Brokers from fees assessed to other market participants.

Intermarket Competition. The Exchange operates in a highly competitive market in which market participants can readily favor one of the 17 other competing option exchanges if they deem fee levels at a particular venue to be excessive.

Based on publicly-available information, and excluding index-based options, no single exchange has more than 16% of the market share of executed volume of multiply-listed equity and ETF options trades.¹⁴ Therefore, currently no exchange possesses significant pricing power in the execution of multiply-listed equity and ETF options order flow. More specifically, in January 2025, the Exchange had 13.08% market share of executed volume of multiply-listed equity and ETF options trades.¹⁵

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.

¹⁴ The OCC publishes options and futures volume in a variety of formats, including daily and monthly volume by exchange, available here: <https://www.theocc.com/Market-Data/Market-Data-Reports/Volume-and-Open-Interest/Monthly-Weekly-Volume-Statistics>.

¹⁵ Based on a compilation of OCC data for monthly volume of equity-based options and monthly volume of ETF-based options, see id., the Exchange's market share in multiply-listed equity and ETF options decreased from 14.62% in August 2024 to 9.87% for the month of August 2025

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

Pursuant to Section 19(b)(3)(A)(ii) of the Act,¹⁶ and Rule 19b-4(f)(2) thereunder¹⁷ the Exchange has designated this proposal as establishing or changing a due, fee, or other charge imposed on any person, whether or not the person is a member of the self-regulatory organization, which renders the proposed rule change effective upon filing. 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.

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-NYSEARCA-2025-76 on the subject line.

Paper Comments:

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

¹⁶ 15 U.S.C. 78s(b)(3)(A)(ii).

¹⁷ 17 CFR 240.19b-4.

All submissions should refer to file number SR-NYSEARCA-2025-76. 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 filing 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-NYSEARCA-2025-76 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.¹⁸

Sherry R. Haywood,

Assistant Secretary.

¹⁸ 17 CFR 200.30-3(a)(12).

Additions underscored
Deletions [bracketed]

NYSE Arca Options Fees and Charges

Effective Date: [July 16]October 1, 2025

NYSE Arca OPTIONS: TRADE-RELATED CHARGES FOR STANDARD OPTIONS⁴

TRANSACTION FEE FOR ELECTRONIC EXECUTIONS - PER CONTRACT

Order Type	Electronic Executions in Penny Issues ^{6, 12}		Electronic Executions in Non-Penny Issues ^{6, 12}	
	Post Liquidity	Take Liquidity	Post Liquidity	Take Liquidity
LMM	(\$0.33)**	\$0.50	(\$0.40)	\$1.20
NYSE Arca Market Maker	(\$0.28)	\$0.50	(\$0.05)	\$1.20
Firm and Broker Dealer	[(\$0.10)] <u>(\$0.28)</u>	\$0.50	<u>[\$0.50]</u> \$0.00	\$1.20
Customer	(\$0.25)	\$0.49	(\$0.75)	\$0.85
Professional Customer	(\$0.25)	\$0.50	(\$0.75)	\$1.10
Customer against LMM*	N/A	N/A	N/A	\$0.67

FIRM AND BROKER DEALER PENNY POSTING CREDIT TIERS

OTP Holders and OTP Firms meeting the qualifications below will receive the corresponding credit on all electronic executions of Firm and Broker Dealer posted interest in Penny Issues:⁸

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Tier	Qualification Basis (Average Electronic Executions Per Day)	Per Contract Credit Applied to Electronic Executions of Firm and Broker Dealer Posted Interest in Penny Issues
Base		[(\$0.10)] (\$0.28)
[Tier 1]	[At least 0.15% of TCADV from Firm and Broker Dealer posted interest in all issues]	[(\$0.25)]

Tier [2]1	At least 0.30% of TCADV from Firm and Broker Dealer posted interest in all issues	(\$0.35)
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[Firm and Broker Dealer Incentive Program ^{8,15}]	
[At least 0.30% ADV of U.S Equity Tape C Market Share Posted and Executed on NYSE Arca Tape C Equity Market]	[Additional \$0.03 Credit on Firm and Broker Dealer Penny Posting Credit]
[At least 0.85% of TCADV of posted interest in all issues across all account types, of which at least 0.60% TCADV is from Firm and Broker Dealer posted interest]	[Additional \$0.05 Credit on Firm and Broker Dealer Penny Posting Credit]
<i>[OTP Holders and OTP Firms that qualify for Tier 1 or Tier 2 Firm and Broker-Dealer Penny Posting Credit Tiers may earn the greater of the alternative additional credits listed above.]</i>	

ROUTING FEES

The Routing Fee applies to orders routed and executed on another exchange. The Routing Fee will not apply to Floor Brokers.

Penny Issues	Non-Penny Issues
\$0.61	\$1.21

The Routing Fee is in addition to NYSE Arca’s customary execution fees applicable to the order.
