attribute for designated retail orders under Nasdaq Rule ("Rule(s)") 4703, and to make related changes to Rules 4702, 4752, 4753, 4754, and 4757.

The proposed rule change was published for comment in the Federal Register on December 5, 2016. On January 17, 2017, pursuant to Section 19(b)(2) of the Act, the Commission designated a longer period within which to approve the proposed rule change, disapprove the proposed rule change, or institute proceedings to determine whether to approve or disapprove the proposed rule change. The Commission initially received several comment letters on the proposed rule change. On February 17, 2017, the Exchange filed Amendment No. 1 to the proposed rule change and submitted a comment response letter.

The Commission subsequently received two additional comment letters on the proposed rule change. On March 3, 2017, the Commission instituted proceedings under Section 19(b)(2)(B) of the Act to determine whether to approve or disapprove the proposed rule change, as modified by Amendment No. 1. The Commission received two additional comment letters on the proposed rule change in response to the Order Instituting Proceedings. On April 24, 2017, the Exchange submitted a second comment response letter. On May 31, 2017, the Exchange extended the time period for Commission action to August 2, 2017. This order approves the proposed rule change, as modified by Amendment No. 1.

II. Description of the Proposal, as Modified by Amendment No. 1

The Exchange has proposed to offer a new ELO attribute, which would allow certain displayed retail orders to receive higher priority on the Nasdaq book than other orders at the same price ("Extended Life Priority"), and to make conforming changes to its rules. As discussed in more detail below, the Exchange has proposed to amend Rule 4703 to set forth the ELO attribute in new subparagraph (m), add an attachment B to its designated retail order attestation form that sets forth an attestation that would be required of members in connection with utilizing the ELO attribute, and make related changes to Rules 4702(b), 4752, 4753, 4754, and 4757.

A. Proposed Rule 4703(m) and Attestation

Proposed Rule 4703(m) states that ELO is an order attribute that allows an order to receive priority in the Nasdaq book above other orders resting on the Nasdaq book at the same price that are...