

for competition over regulatory intervention in determining prices, products, and services in the securities markets. Specifically, 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.”²⁴ The fact that this market is competitive has also long been recognized by the courts. In *NetCoalition v. Securities and Exchange Commission*, the D.C. Circuit stated as follows: “[n]o one disputes that competition for order flow is ‘fierce.’ . . . As the SEC explained, ‘[i]n the U.S. national market system, buyers and sellers of securities, and the broker-dealers that act as their order-routing agents, have a wide range of choices of where to route orders for execution’; [and] ‘no exchange can afford to take its market share percentages for granted’ because ‘no exchange possesses a monopoly, regulatory or otherwise, in the execution of order flow from broker dealers’”²⁵ Accordingly, the Exchange does not believe its proposed fee changes impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

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

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

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

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A) of the Act²⁶ and paragraph (f) of Rule 19b-4²⁷ thereunder. At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the

Commission will institute proceedings 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-CboeEDGX-2026-026 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.

All submissions should refer to file number SR-CboeEDGX-2026-026. 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-CboeEDGX-2026-026 and should be submitted on or before May 22, 2026.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.²⁸

Vanessa A. Countryman,
Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-105330; File No. SR-IEX-2026-10]

Self-Regulatory Organizations; Investors Exchange LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change To Amend the Exchange’s Fee Schedule To Introduce a New Displayed Liquidity Adding Rebate for Tape B Securities

April 28, 2026.

Pursuant to Section 19(b)(1)¹ of the Securities Exchange Act of 1934 (the “Act”)² and Rule 19b-4 thereunder,³ notice is hereby given that, on April 17, 2026, the Investors Exchange LLC (“IEX” 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

Pursuant to the provisions of Section 19(b)(1) under the Act,⁴ and Rule 19b-4 thereunder,⁵ the Exchange is filing with the Commission a proposed rule change to amend the Exchange’s fee schedule applicable to Members⁶ pursuant to IEX Rule 15.110(a) and (c) to introduce a new displayed liquidity adding rebate for Tape B securities. Changes to the Fee Schedule pursuant to this proposal are effective upon filing,⁷ and will be operative on May 1, 2026.

The text of the proposed rule change is available at the Exchange’s website at <https://www.iexexchange.io/resources/regulation/rule-filings> and at the principal office of the Exchange.

II. Self-Regulatory Organization’s Statement of the Purpose of, and the 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

²⁴ See Securities Exchange Act Release No. 51808 (June 9, 2005), 70 FR 37496, 37499 (June 29, 2005).

²⁵ *NetCoalition v. SEC*, 615 F.3d 525, 539 (D.C. Cir. 2010) (quoting Securities Exchange Act Release No. 59039 (December 2, 2008), 73 FR 74770, 74782-83 (December 9, 2008) (SR-NYSEArca-2006-21)).

²⁶ 15 U.S.C. 78s(b)(3)(A).

²⁷ 17 CFR 240.19b-4(f).

²⁸ 17 CFR 200.30-3(a)(12).

¹ 15 U.S.C. 78s(b)(1).

² 15 U.S.C. 78a.

³ 17 CFR 240.19b-4.

⁴ 15 U.S.C. 78s(b)(1).

⁵ 17 CFR 240.19b-4.

⁶ See IEX Rule 1.160(s).

⁷ 15 U.S.C. 78s(b)(3)(A)(ii).

of these statements may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

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

1. Purpose

The Exchange proposes to modify its fee schedule applicable to Members ("Fee Schedule"⁸), pursuant to IEX Rule 15.110(a) and (c), to introduce a new set of rebates for displayed liquidity adding executions in Tape B securities⁹ with an execution price of \$1.00 per share or more.¹⁰ This new set of rebates for displayed liquidity adding executions in Tape B securities (herein referred to as the "Tape B Displayed Liquidity Adding Rebate Tiers") is designed to further incentivize the posting of displayed liquidity in Tape B securities by enabling Members to qualify for higher rebates for their displayed liquidity adding executions in Tape B securities than they would otherwise receive from the Exchange. However, there may be circumstances in which a Member qualifies for a higher rebate than these proposed new Tape B security specific rebates, in which case the Member would receive the highest rebate that could apply to these trades.

The Exchange periodically assesses its fee structure. Based upon a recent assessment, the Exchange believes that the introduction of the proposed Tape B Displayed Liquidity Adding Rebate Tiers would further incentivize Members to submit displayed orders in Tape B securities priced at or above \$1.00 per share. IEX designed this new rebate offering to promote price discovery and market quality on the Exchange, which the Exchange believes benefits all Members and market participants.

Existing Displayed Liquidity Adding Rebates

IEX currently offers Members eight Displayed Liquidity Rebate Tiers based on the Member's trading activity in the

immediately preceding month.¹¹ These rebates, which apply equally to executions of Tape A, Tape B, and Tape C securities,¹² are as follows:

- *Tier 1:* provides Member the Exchange's base fee of FREE for all displayed liquidity adding executions priced at or above \$1.00 per share ("Added Displayed Liquidity") if the Member added less than 3,000,000 ADV.¹³

- *Tier 2:* provides Member a rebate of \$0.0010 per share for all Added Displayed Liquidity if the Member traded at least 5,000,000 non-displayed ADV and less than 10,000,000 non-displayed ADV.

- *Tier 3:* provides Member a rebate of \$0.0014 per share for all Added Displayed Liquidity if the Member: (1) added at least 3,000,000 ADV of displayed liquidity and less than 10,000,000 ADV of displayed liquidity; or (2) added at least 10,000,000 non-displayed ADV; or (3) had an NBBO Time¹⁴ of at least 50% in at least 250 ETPs.

- *Tier 4:* provides Member a rebate of \$0.0016 per share for all Added Displayed Liquidity if the Member: (1) added at least 10,000,000 ADV of displayed liquidity and less than 15,000,000 ADV of displayed liquidity; or (2) had an NBBO Time of at least 50% in at least 750 ETPs.

- *Tier 5:* provides Member a rebate of \$0.0018 per share for all Added Displayed Liquidity if the Member: (1) added at least 15,000,000 ADV of displayed liquidity and less than 20,000,000 ADV of displayed liquidity; or (2) traded at least 15,000,000 non-displayed ADV.

- *Tier 6:* provides Member a rebate of \$0.0020 per share for all Added Displayed Liquidity if the Member: (1) added at least 20,000,000 ADV of displayed liquidity and less than 30,000,000 ADV of displayed liquidity; or (2) traded at least 20,000,000 non-displayed ADV.

- *Tier 7:* provides Member a rebate of \$0.0022 per share for all Added Displayed Liquidity if the Member: (1) added at least 30,000,000 ADV of displayed liquidity; or (2) added at least 25,000,000 ADV of displayed liquidity and traded at least 30,000,000 non-displayed ADV.

- *Tier 8:* provides Member a rebate of \$.0023 per share for all Added Displayed Liquidity if the Member added at least 40,000,000 ADV of displayed liquidity.¹⁵

Proposed New Tape B Displayed Liquidity Adding Rebate

IEX applies Fee Code Modifier "B" to executions of Tape B securities, although it currently offers the same fees and rebates to executions irrespective of if the security prints to Tape A, Tape B, or Tape C.¹⁶ Thus, a displayed liquidity adding order of a Tape A or Tape C security receives a Fee Code Combination of ML, while a displayed liquidity adding order of a Tape B security receives a Fee Code Combination of MLB. And a Post Only order that adds liquidity against a resting non-displayed order of a Tape A or Tape C security receives a Fee Code Combination of MLY, while a Post Only order that adds liquidity against a resting non-displayed order of a Tape B security receives a Fee Code Combination of MLYB. Each of these four Fee Code Combinations for displayed liquidity adding executions is modified by Footnote 4, which sets forth the eight Displayed Liquidity Adding Rebate tiers described above.¹⁷

IEX now proposes to modify Fee Code Combinations MLB and MLYB with a new footnote, footnote 7, which will set forth the new Tape B Displayed Liquidity Adding Rebate Tiers, which are based on a Member's trading activity in the immediately preceding month.¹⁸ These rebates, which only will apply to executions of Tape B securities at or above \$1 per share, are as follows:

- *Tier 1:* provides Member the Exchange's base fee of FREE for all Added Displayed Liquidity of Tape B

¹¹ IEX Fee Schedule, *supra* note 8, Base Rates table and Fee Code Combinations and Associated Fees table.

¹² Pursuant to Rule 610(d) of Regulation NMS, all IEX transaction fees and rebates are determinable at the time of execution. Accordingly, all rebates are based upon a Member's trading or quoting activity in the immediately preceding month.

¹³ The Fee Schedule defines "ADV" as average daily volume calculated as the number of shares added or removed (as applicable) that execute at or above \$1.00 per share, per day. ADV is calculated on a monthly basis, based on trading activity in the immediately preceding month, unless otherwise indicated in the Fee Schedule.

¹⁴ "NBBO Time" is the Member's percentage of market hours quoting on the NBB plus the Member's percentage of market hours quoting on the NBO. See IEX Fee Schedule, *supra* note 8, Base Rates table and Fee Code Combinations and Associated Fees table.

¹⁵ IEX Fee Schedule, *supra* note 8, Base Rates table and Fee Code Combinations and Associated Fees table.

¹⁶ IEX introduced Fee Code Modifier "B" in 2024, when for a period of time the Exchange paid increased rebates for displayed liquidity adding executions of Tape B securities. See Securities Exchange Act Release No. 99989 (April 18, 2024), 89 FR 31231 (April 24, 2024) (SR-IEX-2024-06).

¹⁷ This filing makes no changes to the eight Displayed Liquidity Adding Rebate Tiers set forth in footnote 4 to the Fee Code Combinations and Associated Fees table.

¹⁸ IEX Fee Schedule, *supra* note 8, Base Rates table and Fee Code Combinations and Associated Fees table.

⁸ Available at <https://www.iex.io/resources/trading/fee-schedule>.

⁹ "Tape B securities" are securities listed on any national securities exchange other than the New York Stock Exchange or The Nasdaq Stock Market.

¹⁰ Nothing in this rule filing affects trades below \$1.00 per share ("sub-dollar trades"), which will continue to receive a rebate equal to 0.15% of the total dollar value of the trade for displayed liquidity adding executions. And sub-dollar trades will continue to have no impact on any of the rebate tier calculations for trades with an execution price of \$1.00 per share or more.

securities if the Member added less than 250,000 ADV of displayed liquidity.

- *Tier 2*: provides Member a rebate of \$0.0014 per share for all Added Displayed Liquidity of Tape B securities if the Member added at least 250,000 ADV of displayed liquidity and less than 500,000 ADV of displayed liquidity.

- *Tier 3*: provides Member a rebate of \$0.0016 per share for all Added Displayed Liquidity of Tape B securities if the Member added at least 500,000 ADV of displayed liquidity.

As proposed, if a Member added 600,000 ADV of displayed liquidity in Tape B securities in the prior month, the Member would qualify for Tier 3 of the Tape B Displayed Liquidity Adding Rebate Tiers and would receive a rebate of \$0.0016 per share for all displayed liquidity adding executions of Tape B securities in the current month. This rebate is clearly higher than the rebate paid if the same Member added 600,000 ADV of displayed liquidity in either Tape A or Tape C securities, which would qualify the Member for Tier 1 of the Displayed Liquidity Adding Rebate Tiers, and result in free executions of all displayed liquidity adding executions of Tape A or Tape C securities in the current month (but no rebate).

However, there are circumstances in which the above Member would receive a higher rebate under the Displayed Liquidity Adding Rebate Tiers than it would receive under the Tape B Displayed Liquidity Adding Rebate Tiers. For example, if the above Member that qualified for Tape B Displayed Liquidity Adding Rebate Tier 3 (earning a \$0.0016 per share rebate for all Tape B Added Displayed Liquidity in the current month) also (i) added at least 15,000,000 (but less than 20,000,000) ADV of Added Displayed Liquidity in Tape A, B, or C securities,¹⁹ or (ii) traded at least 15,000,000 non-displayed ADV in the prior month; then that Member would qualify for Tier 5 of the Displayed Liquidity Adding Rebate Tiers in the current month, and all of its displayed liquidity adding executions of Tape B securities (as well as of Tape A and Tape C securities) would receive a rebate of \$0.0018 per share.²⁰

Thus, the proposed new Tape B Displayed Liquidity Adding Rebate Tiers, which are designed to incentivize the adding of displayed liquidity in

Tape B securities, will not preclude a Member from receiving the highest possible rebate if it qualifies for the higher rebate through a different means.

IEX also proposes to revise the title of footnote 4 of the Fee Schedule by adding the words “for Tape A, B, or C Securities” to the end of the header. This change reflects that these rebates continue to apply to all displayed liquidity adding executions and matches the proposed title of the new footnote 7, which specifies that those rebate tiers only are applicable to displayed liquidity adding executions at or above \$1 of Tape B securities.

2. Statutory Basis

IEX believes that the proposed rule change is consistent with the provisions of Section 6(b)²¹ of the Act in general and furthers the objectives of Sections 6(b)(4)²² of the Act, in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees and other charges among its Members and other persons using its facilities. The Exchange believes that the proposed fee change is reasonable, fair and equitable, and non-discriminatory.

The Exchange operates in a highly competitive market in which market participants can readily direct order flow to competing venues if they deem fee levels at a particular venue to be excessive. As discussed in the Purpose section, the Exchange believes that the proposed addition of a new set of volume-based rebates that pays a higher rebate to Members who add progressively more displayed liquidity in Tape B securities (on a monthly average basis) is reasonable and consistent with the Act because it is designed to attract and incentivize Members to send displayed orders, as well as order flow seeking to trade with such displayed orders, to IEX.

Based on informal discussions with market participants, IEX believes that Members and other market participants may be more willing to send displayed orders in Tape B securities to IEX if the proposed fee structure was adopted. Accordingly, IEX has designed the proposed Tape B Displayed Liquidity Adding Rebate Tiers to attract and incentivize displayed orders in Tape B securities as well as order flow seeking to trade with such displayed orders. Moreover, increases in displayed liquidity of Tape B securities would contribute to the public price discovery process which would benefit all market

participants and protect investors and the public interest.

The Exchange believes that the proposed new rebate tiers for providing displayed liquidity in Tape B securities are reasonable and consistent with the Act. Specifically, the Exchange believes that for securities that trade at or above \$1.00 per share, it is reasonable to provide an increased rebate of \$0.0014 per share for Members that in the prior month added at least 250,000 ADV but less than 500,000 ADV of displayed liquidity in Tape B securities, and to provide an increased rebate of \$0.0016 per share for Members that in the prior month added at least 500,000 ADV of displayed liquidity in Tape B securities.

The Exchange notes that the proposed new Tape B Displayed Liquidity Adding Rebate Tiers are not designed to permit unfair discrimination because they will be applied uniformly to all Members who satisfy the specified criteria.

The Exchange also believes that it is reasonable and consistent with the Act not to modify its displayed fees for sub-dollar executions to synchronize those fees with the proposed fees for executions at or above \$1.00 per share. The Exchange believes that the existing fee structure for such executions continues to be reasonably designed to incentivize displayed order flow (and orders seeking to trade with displayed order flow) in such securities.

And the Exchange believes it is consistent with the Act to specify that the criteria to qualify for the Tape B Displayed Liquidity Adding Rebate Tiers are based on the trading activity on IEX in the prior month in order to comply with Rule 610(d) of Regulation NMS.

As discussed above, the Exchange operates in a highly competitive market in which market participants can readily direct order flow to competing venues if they deem fee levels at a particular venue to be excessive. Within that context, the proposed new Tape B Displayed Liquidity Adding Rebate Tiers are designed to keep the Exchange’s displayed trading prices competitive with those of other exchanges. The proposed new rebates are within the range or lower than fees [sic] offered by competing exchanges, and thus the Exchange does not believe that the proposal raises any new or novel issues not already considered by the Commission in the context of other exchanges’ fees.

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

IEX believes that the proposed rule change will not result in any burden on competition that is not necessary or

¹⁹ For purposes of this example, the 600,000 ADV of Added Displayed Liquidity in Tape B securities would also count towards the Added Displayed Liquidity criteria to qualify for Displayed Liquidity Rebate Adding Tier 5.

²⁰ IEX Fee Schedule, *supra* note 8, Base Rates table and Fee Code Combinations and Associated Fees table, fn. 4.

²¹ 15 U.S.C. 78f.

²² 15 U.S.C. 78f(b)(4).

appropriate in furtherance of the purposes of the Act. The Exchange does not believe that the proposed rule change will impose any burden on intermarket competition that is not necessary or appropriate in furtherance of the purposes of the Act. To the contrary, the proposed fee change is designed to enhance IEX's competitiveness with other venues, as described in the Statutory Basis section. In this context, the Exchange does not believe that the proposed fees would burden competition on competing venues or their participants. Moreover, as noted in the Statutory Basis section, the Exchange believes that the proposed changes do not raise any new or novel issues not already considered by the Commission.

The Exchange believes that the proposed rule change will not impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act because, while different rebates are assessed on Members, these rebates are not based on the type of Member entering the orders that match, but rather on the Member's own trading activity on the Exchange. Further, the proposed fee change continues to be intended to encourage market participants to bring increased order flow to the Exchange and contribute to the public price discovery process, which benefits all market participants.

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

Written comments were neither solicited nor received.

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

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A)(ii)²³ of the Act.

At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings under Section 19(b)(2)(B)²⁴ 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-IEX-2026-10 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.

All submissions should refer to file number SR-IEX-2026-10. 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-IEX-2026-10 and should be submitted on or before May 22, 2026.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.²⁵

Vanessa A. Countryman,
Secretary.

[FR Doc. 2026-08466 Filed 4-30-26; 8:45 am]

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-105324; File No. SR-BOX-2026-09]

Self-Regulatory Organizations; BOX Exchange LLC; Notice of Filing and Immediate Effectiveness of a Proposed Rule Change To Amend the Fee Schedule for Trading on the BOX Options Market LLC Facility To Modify Certain Rebate Tiers for Qualified Contingent Cross Transactions

April 28, 2026.

Pursuant to Section 19(b)(1) under the Securities Exchange Act of 1934 (the "Act")¹ and Rule 19b-4 thereunder,² notice is hereby given that on April 14, 2026, BOX Exchange LLC (the "Exchange") filed with the Securities and Exchange Commission (the "Commission") the proposed rule change as described in Items I and II below, which Items have been prepared by the Exchange. The Exchange filed the proposed rule change pursuant to Section 19(b)(3)(A)(ii) of the Act,³ and Rule 19b-4(f)(2) thereunder,⁴ which renders the proposal effective upon filing with the Commission. 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 the Substance of the Proposed Rule Change

The Exchange is filing with the Securities and Exchange Commission ("Commission") a proposed rule change to amend the Fee Schedule on the BOX Options Market LLC ("BOX") options facility. Specifically, the Exchange proposes to amend Section IV. (Electronic Transaction Fees) to modify certain rebate tiers for Qualified Contingent Cross ("QCC") transactions. The text of the proposed rule change is available from the principal office of the Exchange, and also on the Exchange's internet website at <https://rules.boxexchange.com/rulefilings>.

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

In its filing with the Commission, the Exchange included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ 15 U.S.C. 78s(b)(3)(A)(ii).

⁴ 17 CFR 240.19b-4(f)(2).

²³ 15 U.S.C. 78s(b)(3)(A)(ii).

²⁴ 15 U.S.C. 78s(b)(2)(B).

²⁵ 17 CFR 200.30-3(a)(12).