

Required fields are shown with yellow backgrounds and asterisks.

Page 1 of * 18	SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 Form 19b-4		File No.* SR - 2012 - * 040	Amendment No. (req. for Amendments *)				
Proposed Rule Change by NASDAQ OMX BX, 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"/>			
Pilot <input type="checkbox"/>	Extension of Time Period for Commission Action * <input type="checkbox"/>	Date Expires * <input type="text"/>	19b-4(f)(1) <input type="checkbox"/>	19b-4(f)(2) <input type="checkbox"/>	19b-4(f)(3) <input type="checkbox"/>	19b-4(f)(4) <input type="checkbox"/>	19b-4(f)(5) <input type="checkbox"/>	19b-4(f)(6) <input checked="" type="checkbox"/>
Exhibit 2 Sent As Paper Document <input type="checkbox"/>	Exhibit 3 Sent As Paper Document <input type="checkbox"/>							
<b>Description</b> Provide a brief description of the proposed rule change (limit 250 characters, required when Initial is checked *). A proposal to make administrative changes and correct typographical errors in the Grandfathered Rules.								
<b>Contact Information</b> Provide the name, telephone number and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the proposed rule change. First Name * Maura Last Name * Looney Title * Associate Vice President E-mail * maura.looney@nasdaqomx.com Telephone * (617) 235-2073 Fax								
<b>Signature</b> Pursuant to the requirements of the Securities Exchange Act of 1934,  has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized officer. Date 06/07/2012 By Edward S. Knight Executive Vice President and General Counsel (Name *) (Title *)  NOTE: Clicking the button at right will digitally sign and lock this form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed. Edward S Knight,								

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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

**Form 19b-4 Information (required)**

Add Remove View

The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.

**Exhibit 1 - Notice of Proposed Rule Change (required)**

Add Remove View

The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

**Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications**

Add Remove View

Exhibit Sent As Paper Document

Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.

**Exhibit 3 - Form, Report, or Questionnaire**

Add Remove View

Exhibit Sent As Paper Document

Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.

**Exhibit 4 - Marked Copies**

Add Remove View

The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.

**Exhibit 5 - Proposed Rule Text**

Add Remove View

The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change.

**Partial Amendment**

Add Remove View

If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

Item 1. Text of Proposed Rule Change

a) NASDAQ OMX BX, Inc. (the “Exchange”) proposes to amend the Grandfathered Rules. The text of the proposed rule change is attached as Exhibit 5.

b) Not applicable to application of any other Exchange Rule.

c) Not applicable.

Item 2. The Procedures of the Self-Regulatory Organization

The proposed change was approved by senior management of BX pursuant to authority delegated by the Board of Directors of BX on August 19, 2011. BX staff will advise the Board of Directors of BX of any action taken pursuant to delegated authority. No other action is necessary for the filing of the rule change. Questions and comments on the proposed rule change may be directed to Maura Looney at 617-235-2073.

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

a) The Exchange proposes to make administrative changes and correct inadvertent typographical errors to the Exhibit 5 to SR-BX-2012- 036<sup>1</sup> (“2012-036 Exhibit 5”) so that the text properly reflects the changes as intended in the purpose section of SR-BX-2012-036. SR-BX-2012-036 was filed for immediate effectiveness on May 14, 2012. The administrative changes and typographical errors to 2012-036 Exhibit 5 are explained below:

**The Grandfathered BSE Rules**

Chapter I-B ends in a comma. The comma is being deleted and a period is being added. In Chapter XVIII – Conduct, Section 4, the language “provided in” was added to

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<sup>1</sup> Securities Exchange Act Release No. 67009 (May 17, 2012), 77 FR 30566 (May 23, 2012) (SR-BX-2012-036).

the 2012-036 Exhibit 5, but it should have been underlined to denote that it was new text. In addition, a reference to BX Rules 9126, should read BX Rule 9126. As proposed an “s” in the word Rules, is being deleted from the rule text.

Chapter XXXIII, Section 7 had a single bracket (“[”) denoting that text was going to be removed before the word Article that should not have been placed in the 2012-036 Exhibit 5. It was intended that that word remain in the rule text. In Chapter XXXIV, Section, 4, a reference to BX Rule 9000 and a reference to BX Rule 9216 was added to the rule text. However, in both places, BX should have been underlined to denote that it was new text.

### **Grandfathered Boston Options Exchange Group LLC Rules**

In Chapter 1, Section 1 (9), the word “a” was added as new text, which as proposed will be deleted. In Chapter II, Section 1(c), the language “of the Boston Stock Exchange, Inc. ("Constitution")”, should have been removed, the opening bracket was added, to the 2012-036 Exhibit 5, but the closing bracket was not added. The Exchange is proposing to add the closing bracket to properly note what language should have been deleted. Section 6 added the word Reserved to the Rule text; however, it should have been underlined to denote that it was new text.

In Chapter V, an extra closing bracket was added to the deletions to 2012-036 Exhibit 5. The extra bracket will be removed clarify that the entire section will be deleted. In Chapter VI, Section 4, BX Rules 9000 Series should have been underlined to denote new text. In Chapter X, the Exchange added “See also BX Rule 9216” to the 2012-036 Exhibit 5. The Exchange now proposes to add that section reference to the end of the sentence rather than in the middle of the sentence. In addition, the following

sentence, which follows that reference, should begin with a capital “T.” Finally, where “BX Rules 9000 Series” was added to the 2012-036 Exhibit 5, the word Series was not underlined to denote that it was new text.

b) The Exchange believes that the proposed rule change is consistent with the provisions of Section 6 of the Act,<sup>2</sup> in general, and with Section 6(b)(5) of the Act,<sup>3</sup> in particular, in that the proposal is designed to promote just and equitable principles of trade, 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. The proposed rule change is consistent with these provisions in that it will allow the Exchange to make administrative changes and correct inadvertent typographical errors.

Item 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 not necessary or appropriate in furtherance of the purposes of the Act.

Item 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 comments on the proposed rule change.

Item 6. Extension of Time Periods for Commission Action

Not applicable.

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<sup>2</sup> 15 U.S.C. 78f.

<sup>3</sup> 15 U.S.C. 78f(b)(5).

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

(a) This proposed rule change is filed pursuant to paragraph (A) of section 19(b)(3) of the Exchange Act<sup>4</sup> and Rule 19b-4(f)(6) thereunder.<sup>5</sup>

(b) This proposed rule change does not significantly affect the protection of investors or the public interest, does not impose any significant burden on competition, and, by its terms, does not become operative for 30 days after the date of the filing, or such shorter time as the Commission may designate if consistent with the protection of investors and the public interest. The Exchange respectfully requests that the Commission waive the 30-day operative delay period for “non-controversial” proposals and make the proposed rule change effective and operative upon filing.<sup>6</sup> The Exchange requests that the Commission waive the 30-day operative delay, since the proposal will allow the Exchange to make administrative changes and correct inadvertent typographical errors to the Rules and does not present any novel issues.

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.

Item 8. Proposed Change Based Upon Rules of Another Self-Regulatory Organization or of the Commission

Not applicable.

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<sup>4</sup> 15 U.S.C. 78s(b)(3)(A).

<sup>5</sup> 17 CFR 240.19b-4(f)(6).

<sup>6</sup> As required under Rule 19b-4(f)(6)(iii), the Exchange provided the Commission with written notice of its intent to file the proposed rule change along with a brief description and the text of the proposed rule change, at least five business days prior to the date of filing of the proposed rule change, or such shorter time as designated by the Commission.

Item 9. Exhibits

1. Form of Notice of the Proposed Rule Change for Publication in the Federal Register.
  
5. Text of the Proposed Rule Change.

**EXHIBIT 1**SECURITIES AND EXCHANGE COMMISSION  
(Release No. 34- ; File No. SR-BX-2012-040)

June \_\_\_\_, 2012

## Self-Regulatory Organizations; NASDAQ OMX BX, Inc.; Notice of Filing and Immediate Effectiveness of Proposed Rule Change Making a Clerical Correction to the Grandfathered Rules

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (“Act”),<sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> notice is hereby given that on June 7, 2012, NASDAQ OMX BX, Inc.(the "Exchange") filed with the Securities and Exchange Commission (“Commission”) the proposed rule change as described in Items I, II, and III below, which items have been prepared by the Exchange. The Exchange filed the proposed rule change pursuant to Section 19(b)(3)(A)(i) of the Act<sup>3</sup> and Rule 19b-4(f)(6) thereunder,<sup>4</sup> which renders the proposal effective upon filing with the Commission. The Commission is publishing this notice to solicit comments on the proposed rule from interested persons.

I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

The Exchange proposes to amend the Grandfathered Rules. The text of the proposed rule change is available from the principal office of the Exchange, at the Commission’s Public Reference Room and also on the Exchange’s Internet website at

<http://nasdaqomxbx.cchwallstreet.com/NASDAQOMXBX/Filings/>.

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<sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>2</sup> 17 CFR 240.19b-4.

<sup>3</sup> 15 U.S.C. 78s(b)(3)(A).

<sup>4</sup> 17 CFR 240.19b-4(f)(6)

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 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 aspects of such statements.

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

1. Purpose

The Exchange proposes to make administrative changes and correct inadvertent typographical errors to the Exhibit 5 to SR-BX-2012- 036<sup>5</sup> (“2012-036 Exhibit 5”) so that the text properly reflects the changes as intended in the purpose section of SR-BX-2012-036. SR-BX-2012-036 was filed for immediate effectiveness on May 14, 2012. The administrative changes and typographical errors to 2012-036 Exhibit 5 are explained below:

**The Grandfathered BSE Rules**

Chapter I-B ends in a comma. The comma is being deleted and a period is being added. In Chapter XVIII – Conduct, Section 4, the language “provided in” was added to the 2012-036 Exhibit 5, but it should have been underlined to denote that it was new text. In addition, a reference to BX Rules 9126, should read BX Rule 9126. As proposed an “s” in the word Rules, is being deleted from the rule text.

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<sup>5</sup> Securities Exchange Act Release No. 67009 (May 17, 2012), 77 FR 30566 (May 23, 2012) (SR-BX-2012-036).

Chapter XXXIII, Section 7 had a single bracket (“[”) denoting that text was going to be removed before the word Article that should not have been placed in the 2012-036 Exhibit 5. It was intended that that word remain in the rule text. In Chapter XXXIV, Section, 4, a reference to BX Rule 9000 and a reference to BX Rule 9216 was added to the rule text. However, in both places, BX should have been underlined to denote that it was new text.

### **Grandfathered Boston Options Exchange Group LLC Rules**

In Chapter 1, Section 1 (9), the word “a” was added as new text, which as proposed will be deleted. In Chapter II, Section 1(c), the language “of the Boston Stock Exchange, Inc. (“Constitution”)”, should have been removed, the opening bracket was added, to the 2012-036 Exhibit 5, but the closing bracket was not added. The Exchange is proposing to add the closing bracket to properly note what language should have been deleted. Section 6 added the word Reserved to the Rule text; however, it should have been underlined to denote that it was new text.

In Chapter V, an extra closing bracket was added to the deletions to 2012-036 Exhibit 5. The extra bracket will be removed clarify that the entire section will be deleted. In Chapter VI, Section 4, BX Rules 9000 Series should have been underlined to denote new text. In Chapter X, the Exchange added “See also BX Rule 9216” to the 2012-036 Exhibit 5. The Exchange now proposes to add that section reference to the end of the sentence rather than in the middle of the sentence. In addition, the following sentence, which follows that reference, should begin with a capital “T.” Finally, where “BX Rules 9000 Series” was added to the 2012-036 Exhibit 5, the word Series was not underlined to denote that it was new text.

## 2. Statutory Basis

The Exchange believes that the proposed rule change is consistent with the provisions of Section 6 of the Act,<sup>6</sup> in general, and with Section 6(b)(5) of the Act,<sup>7</sup> in particular, in that the proposal is designed to promote just and equitable principles of trade, 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. The proposed rule change is consistent with these provisions in that it will allow the Exchange to make administrative changes and correct inadvertent typographical errors.

### 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 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 has neither solicited nor received comments on the proposed rule change.

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

(a) This proposed rule change is filed pursuant to paragraph (A) of section 19(b)(3) of the Exchange Act<sup>8</sup> and Rule 19b-4(f)(6) thereunder.<sup>9</sup>

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<sup>6</sup> 15 U.S.C. 78f.

<sup>7</sup> 15 U.S.C. 78f(b)(5).

<sup>8</sup> 15 U.S.C. 78s(b)(3)(A).

<sup>9</sup> 17 CFR 240.19b-4(f)(6).

(b) This proposed rule change does not significantly affect the protection of investors or the public interest, does not impose any significant burden on competition, and, by its terms, does not become operative for 30 days after the date of the filing, or such shorter time as the Commission may designate if consistent with the protection of investors and the public interest. The Exchange respectfully requests that the Commission waive the 30-day operative delay period for “non-controversial” proposals and make the proposed rule change effective and operative upon filing.<sup>10</sup> The Exchange requests that the Commission waive the 30-day operative delay, since the proposal will allow the Exchange to make administrative changes and correct inadvertent typographical errors to the Rules and does not present any novel issues.

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

<http://www.sec.gov/rules.sro.shtml>; or

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<sup>10</sup> As required under Rule 19b-4(f)(6)(iii), the Exchange provided the Commission with written notice of its intent to file the proposed rule change along with a brief description and the text of the proposed rule change, at least five business days prior to the date of filing of the proposed rule change, or such shorter time as designated by the Commission.

- Send an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number SR-BX-2012-040 on the subject line.

#### Paper Comments

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

All submissions should refer to File Number SR–BX–2012-040. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission’s Internet Web site

(<http://www.sec.gov/rules/sro.shtml>).

Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission’s Public Reference Room, on business days between the hours of 10 a.m. and 3 p.m., located at 100 F Street, NE, Washington, DC 20549. Copies of such filing also will be available for inspection and copying at the principal office of the Exchange. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly.

All submissions should refer to File Number SR–BX–2012-040 and should be submitted on or before [date 21 days from publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>11</sup>

Kevin O'Neill  
Deputy Secretary

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<sup>11</sup> 17 CFR 200.30-3(a)(12).

**EXHIBIT 5**

New text is underlined; deleted text is in brackets.

**The Grandfathered BSE Rules**

**Chapter I-B**

**SEC. 1-2.** No change.

**SEC. 3. Dealings on Floor --Persons**

Only members shall be permitted to make or accept bids and offers, consummate transactions or otherwise transact business on the Floor in any security admitted to dealings on the Exchange[, ]

\* \* \* \* \*

**Chapter XVIII – Conduct**

**SEC. 4.**

**Imposition of Fines for Minor Violation(s) of Rules and Floor Decorum Policies**

(a) In lieu of commencing a "disciplinary proceeding" as provided in BX Rules 9000 Series, the Exchange may, subject to the requirements set forth in BX Rule[s] 9216, impose a fine, not to exceed \$5,000, on any member, member organization, allied member, approved person, or registered or non-registered employee of a member or member organization, for any violation of a rule of the Exchange, which violation the Exchange shall have determined is minor in nature, or for any violation of the Exchange's Floor Decorum and Security Policies ("policies"). (See Grandfathered Boston Options Exchange Group LLC Rules, Chapter X, Section 2.)

\* \* \* \* \*

**Chapter XXXIII – Boston Exchange Automated Communication Order-routing Network (BEACON)**

**SEC. 1 through SEC. 6** No change.

**SEC. 7**

**BEACON Liability**

In accordance with Article [X], Section 10 of the Incorporated Constitution Provision the Exchange shall not be liable for any loss sustained by a member or member organization resulting from the use of the BEACON System. Generally, a loss pertaining to an order that is entered through the BEACON System and which does not appear on the BEACON System's Member Firm Interface Safe-Store File will be absorbed by the entering member organization. A loss pertaining to an order that is entered through the BEACON System which was designated for a particular specialist's post and which does appear on the BEACON System's Member Firm Interface Safe-Store File will generally be absorbed by the specialist.

\* \* \* \* \*

## Chapter XXXIV – Minor Rule Violations

### Sec. 1

#### General

The following rule and policy violations may be determined by the Exchange to be minor in nature. (See also Grandfathered Boston Options Exchange Group LLC Rules, Chapter X). If so, the Exchange may, with respect to any such violation, proceed under Sec. 4 of Ch. XVIII and impose the fine set forth below. The Exchange is not required to proceed under said Section as to any rule violation and may, whenever such action is deemed appropriate, such as in the case of intent or a pattern of offenses, commence a disciplinary proceeding under BX Rule 9000 Series as to any such violation. In lieu of formal disciplinary action, a member may opt for Acceptance Waiver and Consent Procedures pursuant to BX Rule 9216.

\* \* \* \* \*

### Grandfathered Boston Options Exchange Group LLC Rules

## CHAPTER I. GENERAL PROVISIONS

### Sec. 1 Definitions

(a) With respect to these BOX Rules, the following terms shall have the meanings specified in this Section 1. A term defined elsewhere in the Rules of the Exchange shall have the same meaning with respect to this Chapter I, unless otherwise defined below.

(1) through (8) No change.

(9) The term "**BOXR**" or "**BOX Regulation**" means Boston Options Exchange Regulation LLC, [a ]which was a wholly-owned subsidiary of the Exchange. Where applicable for these Grandfathered Rules, it may mean the Exchange.

\* \* \* \* \*

## CHAPTER II. PARTICIPATION

### Sec. 1 Options Participation

(a) through (b) No change.

(c) Upon completion of the application, the Exchange, or person(s) designated by the Exchange ("designee") shall consider whether to approve the application, unless there is just cause for delay. In its consideration process, the Exchange may conduct such investigation as it deems appropriate and may take such steps as it deems necessary to confirm the information provided by the applicant. Within 30 days after the Exchange or its designee has completed its consideration of an application, it shall provide written notice of the action of the Exchange,

specifying in the case of disapproval of an application the grounds therefore. (See Incorporated Constitution Provision [of the Boston Stock Exchange, Inc. ("Constitution")], Article IX, Section 6, "Investigation and Acceptance by Exchange").

\* \* \* \* \*

Sec. 6 Dissolution and Liquidation of Options Participants

Reserved.

\* \* \* \* \*

Chapter V. Doing Business on BOX

Sec. 1 Access to and Conduct on the BOX Market

(a) No change.

(b) *BOX Conduct.* Participants and persons employed by or associated with any Participant, while using the facilities of BOX, shall not engage in conduct (i) inconsistent with the maintenance of a fair and orderly market; (ii) apt to impair public confidence in the operations of the Exchange; or (iii) inconsistent with the ordinary and efficient conduct of business. Activities that shall violate the provisions of this paragraph (b) include, but are not limited to, the following:

i. through ii. No change.

iii. failure of a Participant to supervise a person employed by or associated with such Participant adequately to ensure that person's compliance with this paragraph (b) [See Constitution Articles IX[]], "Membership", and XVI, "Offices and Associates", generally];

\* \* \* \* \*

Chapter VI. Market Makers

Sec. 1 through Sec. 3 No change.

Sec. 4 Appointment of Market Makers

(a) – (e) No change.

(f) Market Makers may withdraw from trading an options class that is within their appointment by providing BOX with written notice of such withdrawal. BOXR may require a certain minimum prior notice period for withdrawal, and may place such other conditions on withdrawal and re-appointment as it deems appropriate in the interests of maintaining fair and orderly markets. Market Makers who fail to give advance written notice of withdrawal to BOX may be subject to formal disciplinary action pursuant to BX Rules 9000 Series.

\* \* \* \* \*

## Chapter X. Minor Rule Violations

### Sec. 1 General

The following BOX rule and policy violations may be determined by the Exchange to be minor in nature. If so, the Exchange may, with respect to any such violation, proceed under Chapter XXXIV (Minor Rule Violations) and Chapter XVIII, Section 4 (Imposition of Fines for Minor Violation(s) of Rules and Floor Decorum Policies) of the Grandfathered Rules [See also BX Rule 9216] and impose the fine set forth below. See also BX Rule 9216. I[t]he Exchange is not required to proceed under said Sections as to any rule violation and may, whenever such action is deemed appropriate, such as in the instance of intentional conduct or a pattern of violative conduct, commence a disciplinary proceeding under BX Rules 9000 Series as to any such violation. A subsequent violation is calculated on the basis of a rolling 24-month period ("Period").