Proposal to extend for another twelve month time period the pilot program to eliminate position limits for options on the SPDR S&P 500 exchange-traded fund.
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) The NASDAQ Stock Market LLC ("Exchange"), pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")\(^1\) and Rule 19b-4 thereunder,\(^2\) is filing with the Securities and Exchange Commission ("Commission") a proposal to extend for another twelve (12) month time period the pilot program to eliminate position limits for options on the SPDR® S&P 500® exchange-traded fund ("SPY ETF" or "SPY"),\(^3\) which list and trade under the symbol SPY ("SPY Pilot Program").

   A notice of the proposed rule change for publication in the [Federal Register](https://fedreg.gov) is attached hereto as Exhibit 1 and the text of the proposed Rule is attached hereto as Exhibit 5.

   (b) Not applicable.

   (c) Not applicable.

2. **Procedures of the Self-Regulatory Organization**

   The proposed rule change was approved by senior management of the Exchange pursuant to authority delegated by the Board of Directors (the "Board") on July 1, 2015. Exchange staff will advise the Board of any action taken pursuant to delegated authority. No other action is necessary for the filing of the rule change.

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

Angela Saccomandi Dunn  
Associate General Counsel  
Nasdaq, Inc.  
215-496-5692.

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

   a. **Purpose**

   The purpose of the proposed rule change is to amend the Supplementary Material at the end of Chapter III, Section 7 (Position Limits) to extend the current pilot which expires on July 12, 2016 for an additional twelve (12) month time period to July 12, 2017 (“Extended Pilot”). This filing does not propose any substantive changes to the SPY Pilot Program. In proposing to extend the SPY Pilot Program, the Exchange reaffirms its consideration of several factors that supported the original proposal of the SPY Pilot Program, including (1) the availability of economically equivalent products and their respective position limits; (2) the liquidity of the option and the underlying security; (3) the market capitalization of the underlying security and the related index; (4) the reporting of large positions and requirements surrounding margin; and (5) the potential for market on close volatility.

   With this proposal, the Exchange submits the SPY report to the Commission, which report reflects, during the time period from May 2015 through May 2016, the trading of standardized SPY options with no position limits consistent with option exchange provisions.\(^4\) The report was prepared in the manner specified in the

\(^4\) The report is attached as Exhibit 3.
The Exchange’s prior rule filing extending the SPY Pilot Program.\(^5\) The Exchange notes that it is unaware of any problems created by the SPY Pilot Program and does not foresee any as a result of the proposed extension. The proposed extension will allow the Exchange and the Commission additional time to further evaluate the pilot program and its effect on the market.

As with the original proposal to establish the SPY Pilot Program, the Exchange represents that a SPY Pilot Report will be submitted at least thirty (30) days before the end of the Extended Pilot and would analyze that period. The Pilot Report will detail the size and different types of strategies employed with respect to positions established as a result of the elimination of position limits in SPY. In addition, the report will note whether any problems resulted due to the no limit approach and any other information that may be useful in evaluating the effectiveness of the Extended Pilot. The Pilot Report will compare the impact of the SPY Pilot Program, if any, on the volumes of SPY options and the volatility in the price of the underlying SPY shares, particularly at expiration during the Extended Pilot. In preparing the report the Exchange will utilize various data elements such as volume and open interest. In addition the Exchange will make available to Commission staff data elements relating to the effectiveness of the SPY Pilot Program. Conditional on the findings in the SPY Pilot Report, the Exchange will file with the Commission a proposal to extend the pilot program, adopt the pilot program on a permanent basis or terminate the pilot. If the SPY Pilot Program is not extended or

adopted on a permanent basis by the expiration of the Extended Pilot, the position limits for SPY options would revert to limits in effect prior to the commencement of the SPY Pilot Program.

b. Statutory Basis

The Exchange believes that its proposal is consistent with Section 6(b) of the Act in general, and furthers the objectives of Section 6(b)(5) of the Act in particular, in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system and, in general, to protect investors and the public interest.

The Exchange believes that the proposed rule change would be beneficial to market participants, including market makers, institutional investors and retail investors, by permitting them to establish greater positions when pursuing their investment goals and needs. The Exchange also believes that economically equivalent products should be treated in an equivalent manner so as to avoid regulatory arbitrage, especially with respect to position limits. Treating SPY and SPX options differently by virtue of imposing different position limits is inconsistent with the notion of promoting just and equitable principles of trade and removing impediments to perfect the mechanisms of a free and open market. At the same time, the Exchange believes that the elimination of

position limits for SPY options would not increase market volatility or facilitate the ability to manipulate the market.

4. **Self-Regulatory Organization’s Statement on Burden on Competition**

   The proposed rule change does not impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. In this regard, the Exchange notes that the rule change is being proposed as a competitive response to similar filings that the Exchange expects to be filed by other options exchanges. The Exchange believes this proposed rule change is necessary to permit fair competition among the options exchanges and to establish uniform position limits for a multiply listed options class.

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

   No written comments were either solicited or received.

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)**

   Pursuant to Section 19(b)(3)(A) of the Act \(^8\) and Rule 19b-4(f)(6) \(^9\) thereunder, the Exchange has designated this proposal as one that effects a change that: (i) does not significantly affect the protection of investors or the public interest; (ii) does not impose any significant burden on competition; and (iii) by its terms, does not become operative

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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 believes its proposed rule change will be substantially similar to extensions
made by other options exchanges to extend the SPY Pilot Program. In addition, the
Exchange believes that extending the SPY Pilot Program is non-controversial and will
not significantly affect the protection of investors because it permits market participants
to establish greater positions when pursuing their investment goals and needs. At the
same time, the Exchange believes that the continued elimination of position limits for
SPY options would not increase market volatility or facilitate the ability to manipulate
the market.

Rule 19b-4(f)(6) requires a self-regulatory organization to give the Commission
written notice of its intent to file 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. The Exchange has satisfied this requirement. Furthermore, a proposed rule
change filed pursuant to Rule 19b-4(f)(6) under the Act\textsuperscript{10} normally does not become
operative for 30 days after the date of its filing. However, Rule 19b-4(f)(6)\textsuperscript{11} permits the
Commission to designate a shorter time if such action is consistent with the protection of
investors and the public interest. The Exchange has requested that the Commission
waive the 30-day operative delay and designate the proposed rule change to become
operative upon filing.

\textsuperscript{10} 17 CFR 240.19b-4(f)(6).

\textsuperscript{11} 17 CFR 240.19b-4(f)(6).
Waiver of the operative delay is consistent with the protection of investors and the public interest because the instant proposed rule change does not involve any substantive changes to the Exchange’s Rules and only seeks to extend the previously approved SPY Pilot Program. Further, the extension will ensure fair competition among exchanges by allowing the Exchange to continue to eliminate the position and exercise limits for physically-settled SPY options on a pilot basis and operate the same type of SPY Pilot Program as currently exists on other options exchanges. The waiver is consistent with the protection of investors and the public interest because it will permit the SPY Pilot Program to continue without interruption.

8. **Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or of the Commission**

   The Exchange expects that the proposed rule change will be similar to filings it expects other options exchanges to file to extend the SPY Pilot Program.

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**

    1. Notice of proposed rule for publication in the Federal Register.
    3. SPY Pilot Report.
    5. Applicable portion of the rule text.
Self-Regulatory Organizations; The NASDAQ Stock Market LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Elimination Of SPY Position Limits

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (“Act”)\(^1\), and Rule 19b-4 thereunder,\(^2\) notice is hereby given that on June 10, 2016, The NASDAQ Stock Market LLC (“Exchange”) filed with the Securities and Exchange Commission (“SEC” or “Commission”) the proposed rule change as described in Items I, II, and III, below, which Items have been prepared by the Exchange. 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 extend for another twelve (12) month time period the pilot program to eliminate position limits for options on the SPDR® S&P 500® exchange-traded fund (“SPY ETF” or “SPY”),\(^3\) which list and trade under the symbol SPY (“SPY Pilot Program”).

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\(^3\) “SPDR®,” “Standard & Poor’s®,” “S&P®,” “S&P 500®,” and “Standard & Poor’s 500” are registered trademarks of Standard & Poor’s Financial Services LLC. The SPY ETF represents ownership in the SPDR S&P 500 Trust, a unit investment trust that generally corresponds to the price and yield performance of the SPDR S&P 500 Index.
The text of the proposed rule change is available on the Exchange’s Website at http://nasdaq.cchwallstreet.com, at the principal office of the Exchange, and at the Commission’s Public Reference Room.

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

In its filing with the Commission, the 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 purpose of the proposed rule change is to amend the Supplementary Material at the end of Chapter III, Section 7 (Position Limits) to extend the current pilot which expires on July 12, 2016 for an additional twelve (12) month time period to July 12, 2017 ("Extended Pilot"). This filing does not propose any substantive changes to the SPY Pilot Program. In proposing to extend the SPY Pilot Program, the Exchange reaffirms its consideration of several factors that supported the original proposal of the SPY Pilot Program, including (1) the availability of economically equivalent products and their respective position limits; (2) the liquidity of the option and the underlying security; (3) the market capitalization of the underlying security and the related index; (4) the reporting of large positions and requirements surrounding margin; and (5) the potential for market on close volatility.
With this proposal, the Exchange submits the SPY report to the Commission, which report reflects, during the time period from May 2015 through May 2016, the trading of standardized SPY options with no position limits consistent with option exchange provisions.\(^4\) The report was prepared in the manner specified in the Exchange’s prior rule filing extending the SPY Pilot Program.\(^5\) The Exchange notes that it is unaware of any problems created by the SPY Pilot Program and does not foresee any as a result of the proposed extension. The proposed extension will allow the Exchange and the Commission additional time to further evaluate the pilot program and its effect on the market.

As with the original proposal to establish the SPY Pilot Program, the Exchange represents that a SPY Pilot Report will be submitted at least thirty (30) days before the end of the Extended Pilot and would analyze that period. The Pilot Report will detail the size and different types of strategies employed with respect to positions established as a result of the elimination of position limits in SPY. In addition, the report will note whether any problems resulted due to the no limit approach and any other information that may be useful in evaluating the effectiveness of the Extended Pilot. The Pilot Report will compare the impact of the SPY Pilot Program, if any, on the volumes of SPY options and the volatility in the price of the underlying SPY shares, particularly at expiration during the Extended Pilot. In preparing the report the Exchange will utilize various data elements such as volume and open interest. In addition the Exchange will make available to Commission staff data elements relating to the effectiveness of the SPY Pilot Program.

\(^4\) The report is attached as Exhibit 3.

Conditional on the findings in the SPY Pilot Report, the Exchange will file with the Commission a proposal to extend the pilot program, adopt the pilot program on a permanent basis or terminate the pilot. If the SPY Pilot Program is not extended or adopted on a permanent basis by the expiration of the Extended Pilot, the position limits for SPY options would revert to limits in effect prior to the commencement of the SPY Pilot Program.

2. **Statutory Basis**

   The Exchange believes that its proposal is consistent with Section 6(b) of the Act\(^6\) in general, and furthers the objectives of Section 6(b)(5) of the Act\(^7\) in particular, in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system and, in general, to protect investors and the public interest.

   The Exchange believes that the proposed rule change would be beneficial to market participants, including market makers, institutional investors and retail investors, by permitting them to establish greater positions when pursuing their investment goals and needs. The Exchange also believes that economically equivalent products should be treated in an equivalent manner so as to avoid regulatory arbitrage, especially with respect to position limits. Treating SPY and SPX options differently by virtue of imposing different


\(^7\) 15 U.S.C. 78f(b)(5).
position limits is inconsistent with the notion of promoting just and equitable principles of trade and removing impediments to perfect the mechanisms of a free and open market. At the same time, the Exchange believes that the elimination of position limits for SPY options would not increase market volatility or facilitate the ability to manipulate the market.

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

The proposed rule change does not impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. In this regard, the Exchange notes that the rule change is being proposed as a competitive response to similar filings that the Exchange expects to be filed by other options exchanges. The Exchange believes this proposed rule change is necessary to permit fair competition among the options exchanges and to establish uniform position limits for a multiply listed options class.

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

No written comments were either solicited or received.

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

Because the foregoing proposed rule change does not: (i) significantly affect the protection of investors or the public interest; (ii) impose any significant burden on competition; and (iii) become operative for 30 days from the date on which it was filed, or such shorter time as the Commission may designate, it has become effective pursuant to Section 19(b)(3)(A)(iii) of the Act\(^8\) and subparagraph (f)(6) of Rule 19b-4 thereunder.\(^9\)


\(^9\) 17 CFR 240.19b-4(f)(6). In addition, Rule 19b-4(f)(6) requires a self-regulatory organization to give the Commission written notice of its intent to file the
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: (i) necessary or appropriate in the public interest; (ii) for the protection of investors; or (iii) otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings to determine whether the proposed rule 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 (http://www.sec.gov/rules/sro.shtml); or
- Send an e-mail to rule-comments@sec.gov. Please include File Number SR-NASDAQ-2016-084 on the subject line.

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

All submissions should refer to File Number SR-NASDAQ-2016-084. 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 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. The Exchange has satisfied this requirement.

Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for website viewing and printing in the Commission’s Public Reference Room, 100 F Street, NE, Washington, DC 20549, on official business days between the hours of 10:00 a.m. and 3:00 p.m. Copies of the 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-NASDAQ-2016-084 and should be submitted on or before [insert date 21 days from publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.10

Robert W. Errett  
Deputy Secretary

Summary

This report covers the period from May 12, 2015 to May 12, 2016 (“Current Time Period”). In analyzing the data within the report for the Current Time Period, NASDAQ Stock Market LLC compares this data with data from a prior period, May 12, 2014 to May 12, 2015 (“Prior Time Period”). The average Open Interest during the first 3 trading days of each month compared to the average from the last 3 days prior to monthly expiration after the beginning of the Pilot program increased at a higher rate. The Current Time Period had a higher increase in contracts traded between the first three trading days of each month vs. the last three trading days leading up to expiration.

General

This report provides statistics on SPY contracts traded, Open Interest, Volatility (Standard Deviation), and average position per account for two comparing time periods:

- Prior Time Period – May 12, 2014 to May 12, 2015.
Section 1 – Review on Open Interest, Contracts Traded, and SPY Share Price

<table>
<thead>
<tr>
<th></th>
<th>Prior</th>
<th>Current</th>
<th>% Change</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Open Interest</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Average</td>
<td>19,897,264</td>
<td>19,979,628</td>
<td>0.41%</td>
</tr>
<tr>
<td>Max</td>
<td>27,121,626</td>
<td>24,352,597</td>
<td>-10.21%</td>
</tr>
<tr>
<td>Min</td>
<td>14,371,045</td>
<td>15,869,103</td>
<td>10.42%</td>
</tr>
<tr>
<td><strong>Contracts Traded</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Average</td>
<td>2,691,888</td>
<td>2,711,166</td>
<td>0.72%</td>
</tr>
<tr>
<td>Max</td>
<td>7,582,634</td>
<td>7,284,863</td>
<td>-3.93%</td>
</tr>
<tr>
<td>Min</td>
<td>1,348,254</td>
<td>1,385,472</td>
<td>2.76%</td>
</tr>
<tr>
<td><strong>SPY Share Price</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Standard Dev.</td>
<td>6.62</td>
<td>7.53</td>
<td>13.72%</td>
</tr>
<tr>
<td>Max</td>
<td>$211.99</td>
<td>$213.50</td>
<td>0.71%</td>
</tr>
<tr>
<td>Min</td>
<td>$186.27</td>
<td>$182.86</td>
<td>-1.83%</td>
</tr>
</tbody>
</table>

Compared to the Prior Time Period, the average Open Interest and the average number of contracts traded remained relatively the same.

Section 2 – Activity during Expiration

<table>
<thead>
<tr>
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<tbody>
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<td><strong>Open Interest</strong></td>
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<tr>
<td>Average</td>
<td>19,326,03</td>
<td>21,939,937</td>
<td>13.5%</td>
</tr>
<tr>
<td>Max</td>
<td>24,170,38</td>
<td>27,121,626</td>
<td>12.2%</td>
</tr>
<tr>
<td>Min</td>
<td>16,948,99</td>
<td>17,700,932</td>
<td>4.4%</td>
</tr>
<tr>
<td><strong>Contracts Traded</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Average</td>
<td>2,597,617</td>
<td>2,401,567</td>
<td>-7.5%</td>
</tr>
<tr>
<td>Max</td>
<td>4,222,762</td>
<td>5,563,125</td>
<td>31.7%</td>
</tr>
<tr>
<td>Min</td>
<td>1,416,050</td>
<td>1,439,263</td>
<td>1.6%</td>
</tr>
<tr>
<td><strong>SPY Share Price</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Standard Dev.</td>
<td>6.21</td>
<td>6.33</td>
<td>2.0%</td>
</tr>
<tr>
<td>Max</td>
<td>$211.99</td>
<td>$206.78</td>
<td>-2.5%</td>
</tr>
<tr>
<td>Min</td>
<td>$192.01</td>
<td>$186.27</td>
<td>-3.0%</td>
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</table>
Average Open Interest increased by 13.4% during the Current Time Period compared to a 13.4% increase during the Prior Time Period.

Section 3 – Complex Strategy Trade Types and Changes in Average Position Account

![SPY Complex Average Daily Trade Count by Strategy Type](image)

<table>
<thead>
<tr>
<th>SPY Average Complex Trade Size</th>
</tr>
</thead>
<tbody>
<tr>
<td>Type</td>
</tr>
<tr>
<td>Buy-Write</td>
</tr>
<tr>
<td>Straddle</td>
</tr>
<tr>
<td>Combo</td>
</tr>
<tr>
<td>Spread</td>
</tr>
</tbody>
</table>

Both the average complex trade size and the complex average daily trade count increased between the two time periods. The increase in complex trade size was primarily driven by an increase in the average complex trade size for buy-writes, partially offset by a decrease in average complex trade size from spreads.
New text is underlined; deleted text is in brackets.

NASDAQ Stock Market Rules

* * * * *

Options Rules

* * * * *

Chapter III Business Conduct

* * * * *

Sec. 7 Position Limits

(a) and (b) No change.

Supplementary Material:

(i) Options on the SPDR® S&P 500® exchange-traded fund (“SPY ETF”), which list and trade under the symbol SPY, have no position limits subject to a Pilot Program set to expire July 12, 201[6].

* * * * *