Filing by The Nasdaq Stock Market LLC
Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

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Section 806(e)(1) * Section 806(e)(2) |

Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010

Extension of Time Period for Commission Action * Date Expires *

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 *).

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 * Marsha  Last Name * Dixon
Title * Assistant General Counsel
E-mail * marsha.dixon@nasdaq.com
Telephone * (301) 978-8183  Fax

Signature
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.

(Date *)

EVP and Chief Legal Counsel

By John Zecca

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.
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.
Partial Amendment No. 1 to SR-NASDAQ-2021-004

The NASDAQ Stock Market LLC ("Nasdaq" or "Exchange") is filing this Partial Amendment No. 1 to SR-NASDAQ-2021-004 to make the following changes to the pending 19b-4 and Exhibit 1:

1. In footnote 21 on page 10 of 44 of the 19b-4, as well as page 21 of 44 of the Exhibit 1, insert the words "as applicable" after the words "LOO orders," and remove the words "if applicable and rejected as MOO orders, if applicable."

2. In the last paragraph on page 14 of 44 of the 19b-4 and the last paragraph before the start of the Statutory basis on page 31 of 44 of the Exhibit 1, add the sentence: "The proposed changes will become effective on April 26, 2021."

The proposal SR-NASDAQ-2021-004, as amended, remains consistent with the Securities Exchange Act of 1934, and specifically with Section 6(b)(5) because it makes clarifying changes to the filing and does not make any changes that are unique or novel. The Exchange is clarifying footnote 21 through, through this Partial Amendment No. 1, because the footnote was intended to describe the treatment of Market Hours Orders entered between 9:28 a.m. and 9:29:30 a.m. in connection with the Exchange’s proposal to permit the entry of Late LOO orders between 9:28 a.m. and 9:29:30 a.m. The Exchange is removing the reference to MOO orders to reflect that the proposal would not affect the handling of MOO orders or Market Hours Orders with pegging entered after 9:28 a.m. Additionally, the Exchange is clarifying the effective date of the proposal, which aligns with the date of the Exchange’s Equity Trader Alert related to this proposal.