Required fields are shown with yellow backgrounds and asterisks.

<table>
<thead>
<tr>
<th>Initial *</th>
<th>Amendment *</th>
<th>Withdrawal</th>
</tr>
</thead>
</table>

**Filing by** The Nasdaq Stock Market LLC

**Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934**

<table>
<thead>
<tr>
<th>Section 19(b)(2) *</th>
<th>Section 19(b)(3)(A) *</th>
<th>Section 19(b)(3)(B) *</th>
</tr>
</thead>
<tbody>
<tr>
<td>☑️</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Rule</th>
</tr>
</thead>
<tbody>
<tr>
<td>☑️ 19b-4(f)(1)</td>
</tr>
<tr>
<td>☑️ 19b-4(f)(2)</td>
</tr>
<tr>
<td>19b-4(f)(3)</td>
</tr>
<tr>
<td>19b-4(f)(4)</td>
</tr>
<tr>
<td>19b-4(f)(5)</td>
</tr>
<tr>
<td>19b-4(f)(6)</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Section 806(e)(1) *</th>
</tr>
</thead>
<tbody>
<tr>
<td>☑️</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Section 806(e)(2) *</th>
</tr>
</thead>
<tbody>
<tr>
<td>☑️</td>
</tr>
</tbody>
</table>

**Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934**

<table>
<thead>
<tr>
<th>Section 3C(b)(2) *</th>
</tr>
</thead>
<tbody>
<tr>
<td>☑️</td>
</tr>
</tbody>
</table>

**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 *).

Amend FINRA Fees

**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.

<table>
<thead>
<tr>
<th>First Name *</th>
<th>Angela</th>
</tr>
</thead>
<tbody>
<tr>
<td>Last Name *</td>
<td>Dunn</td>
</tr>
<tr>
<td>Title *</td>
<td>Principal Associate General Counsel</td>
</tr>
<tr>
<td>E-mail *</td>
<td><a href="mailto:Angela.Dunn@nasdaq.com">Angela.Dunn@nasdaq.com</a></td>
</tr>
<tr>
<td>Telephone *</td>
<td>(215) 496-5692</td>
</tr>
</tbody>
</table>

**Signature**

Pursuant to the requirements of the Securities Exchange of 1934, The Nasdaq Stock Market LLC has duty caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

<table>
<thead>
<tr>
<th>Date</th>
<th>11/21/2022</th>
</tr>
</thead>
<tbody>
<tr>
<td>By</td>
<td>John Zecca</td>
</tr>
<tr>
<td>(Name *)</td>
<td>EVP and Chief Legal Officer</td>
</tr>
</tbody>
</table>

NOTE: Clicking the signature block at right will initiate digitally signing the form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  

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

<table>
<thead>
<tr>
<th>Form 19b-4 Information *</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
<tbody>
<tr>
<td>SR-NASDAQ-2022-067 19b-4.doc</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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.

<table>
<thead>
<tr>
<th>Exhibit 1 - Notice of Proposed Rule Change *</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
<tbody>
<tr>
<td>SR-NASDAQ-2022-067 Exhibit 1.doc</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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).

<table>
<thead>
<tr>
<th>Exhibit 1A - Notice of Proposed Rule Change, Security-Based Swap Submission, or Advanced Notice by Clearing Agencies *</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
</table>

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).

<table>
<thead>
<tr>
<th>Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
</table>

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.

<table>
<thead>
<tr>
<th>Exhibit Sent As Paper Document</th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
</table>


<table>
<thead>
<tr>
<th>Exhibit 3 - Form, Report, or Questionnaire</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
</table>

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.

<table>
<thead>
<tr>
<th>Exhibit Sent As Paper Document</th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
</table>


<table>
<thead>
<tr>
<th>Exhibit 4 - Marked Copies</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
</table>

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.

<table>
<thead>
<tr>
<th>Exhibit 5 - Proposed Rule Text</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
<tbody>
<tr>
<td>SR-NASDAQ-2022-067 Exhibit 5.doc</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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.

<table>
<thead>
<tr>
<th>Partial Amendment</th>
<th>Add</th>
<th>Remove</th>
<th>View</th>
</tr>
</thead>
</table>

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 (“Nasdaq” or “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 (“SEC” or “Commission”) a proposal to amend Nasdaq’s Pricing Schedule at Equity 7, Section 30, Regulatory, Registration and Processing Fees, to reflect adjustments to FINRA Registration Fees and Fingerprinting Fees.\(^3\)

   While the changes proposed herein are effective upon filing, the Exchange has designated the additional processing of each initial or amended Form U4, Form U5 or Form BD and electronic Fingerprint Processing Fees to become operative on January 2, 2023. Additionally, the Exchange designates that the FINRA Annual System Processing Fee Assessed only during Renewals become operative on January 2, 2024.\(^4\) The amendments to the paper Fingerprint Fees are immediately effective.

   A notice of the proposed rule change for publication in the Federal Register is attached as **Exhibit 1**. The text of the proposed rule change is attached as **Exhibit 5**.

   (b) Not applicable.

   (c) Not applicable.

---


3. This rule change impacts FINRA fees for members who trade equity and options products on Nasdaq as all NOM Participants are required to be Nasdaq members.

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”). 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.

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

   Angela Saccomandi Dunn  
   Principal 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**

   This proposal amends Equity 7, Section 30, Regulatory, Registration and Processing Fees, to reflect adjustments to FINRA Registration Fees and Fingerprinting Fees. The FINRA fees are collected and retained by FINRA via Web CRD for the registration of employees of Nasdaq members that are not FINRA members (“Non-FINRA members”). The Exchange is merely listing these fees on its Pricing Schedule. The Exchange does not collect or retain these fees.

   The Exchange proposes to amend: (1) the $110 fee for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification or one or more disclosure events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee Assessed only during Renewals.

---

5 FINRA operates Web CRD, the central licensing and registration system for the U.S. securities industry. FINRA uses Web CRD to maintain the qualification, employment and disciplinary histories of registered associated persons of broker-dealers.
to $70; and (3) the $15 Second Submission (Electronic) Fingerprint Processing Fee to $20. Each of these fees are listed within Nasdaq Equity 7, Section 30. These amendments are being made in accordance with a FINRA rule change to adjust to its fees.6

The Exchange also proposes to amend the following Fingerprint Fees: (1) the $29.50 Initial Submission (Electronic) fee to $31.257; (2) the $44.50 Initial Submission (Paper) fee to $41.258; (3) the $29.50 Third Submission (Electronic) fee to $31.259; and (4) the $44.50 Third Submission (Paper) fee to $41.25.10 Specifically, today, the FBI fingerprint charge is $11.2511 and the FINRA electronic Fingerprint Fee will increase from $15 to $20 in 2023.12 While FINRA did not amend the paper Fingerprint Fee,  

6 See note 4. FINRA noted in its rule change that it was adjusting its fees to provide sustainable funding for FINRA’s regulatory mission.

7 This fee includes a $20.00 FINRA fee and $11.25 FBI fee). See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.

8 This fee includes a $30 FINRA Fee and a $11.25 FBI Fee. See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.

9 This fee includes a $20.00 FINRA fee and $11.25 FBI fee). See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.

10 This fee includes a $30 FINRA Fee and a $11.25 FBI Fee. See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.


12 See note 4.
previously the FBI Fee was reduced from $14.50 to $11.25.\footnote{See 2012 Rule Change at note 6. The FBI does not charge its fee on a second fingerprint transaction when it identifies the first set of fingerprints as illegible for the same individual.} The paper Fingerprint Fees are not currently reflecting the amount assessed by FINRA. The amendment to the paper Fingerprint Fees will conform these fees with those of FINRA.

The FINRA Web CRD Fees are user-based and there is no distinction in the cost incurred by FINRA if the user is a FINRA member or a Non-FINRA member. Accordingly, the proposed fees mirror those currently assessed by FINRA.

b. **Statutory Basis**

The Exchange believes that its proposal is consistent with Section 6(b) of the Act,\footnote{15 U.S.C. 78f(b).} in general, and furthers the objectives of Sections 6(b)(4) and 6(b)(5) of the Act,\footnote{15 U.S.C. 78f(b)(4) and (5).} in particular, in that it provides for the equitable allocation of reasonable dues, fees and other charges among members and issuers and other persons using any facility, and is not designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

The Exchange believes it is reasonable to increase: (1) the $110 fee for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification or one or more disclosure events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee Assessed only during Renewals to $70; and (3) the electronic Fingerprint Fees from $15 to $20 in accordance with an adjustment to FINRA’s fees\footnote{The $20 FINRA Fee is in addition to the $11.25 FBI Fee except for the second fingerprint transaction.} because the proposed fees are
identical to those adopted by FINRA for use of Web CRD for disclosure and the registration of FINRA members and their associated persons.

These costs are borne by FINRA when a Non-FINRA member uses Web CRD. The Exchange’s rule text will reflect the current registration and electronic fingerprint rates that will be assessed by FINRA as of January 2, 2023 for the additional processing of each initial or amended Form U4, Form U5 or Form BD and Second Submission (Electronic) Fingerprint Processing Fee and the registration rates that will be assessed by FINRA as of January 2, 2024 for the FINRA Annual System Processing Fee Assessed only during Renewals.17

The Exchange believes it is reasonable to correct the paper Fingerprint Fees to reflect the reduced FBI Fee of $11.25.18 The amendments to the paper Fingerprint Fees will provide all Exchange members with the correct Fingerprint Fees.

The Exchange believes it is equitable and not unfairly discriminatory to increase: (1) the $110 fee for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification or one or more disclosure events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee Assessed only during Renewals to $70; and (3) the electronic Fingerprint Fees from $15 to $20 in accordance with an adjustment to FINRA’s fees19 because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not

17 See note 4.

18 See 2012 Rule Change at note 6. The FBI does not charge its fee on a second fingerprint transaction when it identifies the first set of fingerprints as illegible for the same individual.

19 The $20 FINRA Fee is in addition to the $11.25 FBI Fee except for the second fingerprint transaction.
be in a position to apply them in an inequitable or unfairly discriminatory manner. Similarly, the Exchange believes it is equitable and not unfairly discriminatory to correct the paper Fingerprint Fees to reflect the reduced FBI Fee of $11.25\(^{20}\) because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not be in a position to apply them in an inequitable or unfairly discriminatory manner.

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.

   The Exchange believes that its proposal to increase: (1) the $110 fee for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification or one or more disclosure events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee Assessed only during Renewals to $70; and (3) the electronic Fingerprint Fees from $15 to $20 in accordance with an adjustment to FINRA’s fees\(^{21}\) does not impose an undue burden on competition because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not be in a position to apply them in an inequitable or unfairly discriminatory manner. The proposal will reflect the fees that will be assessed by FINRA to all members who register or require fingerprints as of January 2, 2023 and January 2, 2024, respectively.

---

\(^{20}\) See 2012 Rule Change at note 6. The FBI does not charge its fee on a second fingerprint transaction when it identifies the first set of fingerprints as illegible for the same individual.

\(^{21}\) The $20 FINRA Fee is in addition to the $11.25 FBI Fee except for the second fingerprint transaction.
Similarly, the Exchange believes it does not impose an undue burden on competition to correct the paper Fingerprint Fees to reflect the reduced FBI Fee of $11.25 because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not be in a position to apply them in an inequitable or unfairly discriminatory manner.

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)(ii) of the Act, the Exchange has designated this proposal as establishing or changing a due, fee, or other charge imposed by the self-regulatory organization on any person, whether or not the person is a member of the self-regulatory organization, which renders the proposed rule change effective upon filing.

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.

---

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

   Not applicable.

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 Change for publication in the *Federal Register*.
    5. Text of the proposed rule change.
Self-Regulatory Organizations; The Nasdaq Stock Market LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Amend FINRA Fees

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 November 21, 2022, The Nasdaq Stock Market LLC (“Nasdaq” or “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 amend Nasdaq’s Pricing Schedule at Equity 7, Section 30, Regulatory, Registration and Processing Fees, to reflect adjustments to FINRA Registration Fees and Fingerprinting Fees.\(^3\)

While the changes proposed herein are effective upon filing, the Exchange has designated the additional processing of each initial or amended Form U4, Form U5 or Form BD and electronic Fingerprint Processing Fees to become operative on January 2, 2023.

---


\(^3\) This rule change impacts FINRA fees for members who trade equity and options products on Nasdaq as all NOM Participants are required to be Nasdaq members.
2023. Additionally, the Exchange designates that the FINRA Annual System Processing Fee Assessed only during Renewals become operative on January 2, 2024. The amendments to the paper Fingerprint Fees are immediately effective.


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

This proposal amends Equity 7, Section 30, Regulatory, Registration and Processing Fees, to reflect adjustments to FINRA Registration Fees and Fingerprinting Fees. The FINRA fees are collected and retained by FINRA via Web CRD for the

---


5 FINRA operates Web CRD, the central licensing and registration system for the U.S. securities industry. FINRA uses Web CRD to maintain the qualification, employment and disciplinary histories of registered associated persons of broker-dealers.
registration of employees of Nasdaq members that are not FINRA members (“Non-FINRA members”). The Exchange is merely listing these fees on its Pricing Schedule. The Exchange does not collect or retain these fees.

The Exchange proposes to amend: (1) the $110 fee for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification or one or more disclosure events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee Assessed only during Renewals to $70; and (3) the $15 Second Submission (Electronic) Fingerprint Processing Fee to $20. Each of these fees are listed within Nasdaq Equity 7, Section 30. These amendments are being made in accordance with a FINRA rule change to adjust to its fees.6

The Exchange also proposes to amend the following Fingerprint Fees: (1) the $29.50 Initial Submission (Electronic) fee to $31.257; (2) the $44.50 Initial Submission (Paper) fee to $41.258; (3) the $29.50 Third Submission (Electronic) fee to $31.259; and

---

6 See note 4. FINRA noted in its rule change that it was adjusting its fees to provide sustainable funding for FINRA’s regulatory mission.

7 This fee includes a $20.00 FINRA fee and $11.25 FBI fee). See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.

8 This fee includes a $30 FINRA Fee and a $11.25 FBI Fee. See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.

9 This fee includes a $20.00 FINRA fee and $11.25 FBI fee). See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.
(4) the $44.50 Third Submission (Paper) fee to $41.25.\textsuperscript{10} Specifically, today, the FBI fingerprint charge is $11.25\textsuperscript{11} and the FINRA electronic Fingerprint Fee will increase from $15 to $20 in 2023.\textsuperscript{12} While FINRA did not amend the paper Fingerprint Fee, previously the FBI Fee was reduced from $14.50 to $11.25.\textsuperscript{13} The paper Fingerprint Fees are not currently reflecting the amount assessed by FINRA. The amendment to the paper Fingerprint Fees will conform these fees with those of FINRA.

The FINRA Web CRD Fees are user-based and there is no distinction in the cost incurred by FINRA if the user is a FINRA member or a Non-FINRA member. Accordingly, the proposed fees mirror those currently assessed by FINRA.

2. **Statutory Basis**

The Exchange believes that its proposal is consistent with Section 6(b) of the Act,\textsuperscript{14} in general, and furthers the objectives of Sections 6(b)(4) and 6(b)(5) of the Act,\textsuperscript{15} in particular, in that it provides for the equitable allocation of reasonable dues, fees and

\begin{flushleft}
\textsuperscript{10} This fee includes a $30 FINRA Fee and a $11.25 FBI Fee. See https://www.finra.org/registration-exams-ce/classic-crd/fingerprints/fingerprint-fees.


\textsuperscript{12} See note 4.

\textsuperscript{13} See 2012 Rule Change at note 6. The FBI does not charge its fee on a second fingerprint transaction when it identifies the first set of fingerprints as illegible for the same individual.

\textsuperscript{14} 15 U.S.C. 78f(b).

\textsuperscript{15} 15 U.S.C. 78f(b)(4) and (5).
other charges among members and issuers and other persons using any facility, and is not
designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

The Exchange believes it is reasonable to increase: (1) the $110 fee for the
additional processing of each initial or amended Form U4, Form U5 or Form BD that
includes the initial reporting, amendment, or certification or one or more disclosure
events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee
Assessed only during Renewals to $70; and (3) the electronic Fingerprint Fees from $15
to $20 in accordance with an adjustment to FINRA’s fees\footnote{16} because the proposed fees are
identical to those adopted by FINRA for use of Web CRD for disclosure and the
registration of FINRA members and their associated persons.

These costs are borne by FINRA when a Non-FINRA member uses Web CRD.
The Exchange’s rule text will reflect the current registration and electronic fingerprint
rates that will be assessed by FINRA as of January 2, 2023 for the additional processing
of each initial or amended Form U4, Form U5 or Form BD and Second Submission
(Electronic) Fingerprint Processing Fee and the registration rates that will be assessed by
FINRA as of January 2, 2024 for the FINRA Annual System Processing Fee Assessed
only during Renewals.\footnote{17}

The Exchange believes it is reasonable to correct the paper Fingerprint Fees to
reflect the reduced FBI Fee of $11.25.\footnote{18} The amendments to the paper Fingerprint Fees

\footnote{16} The $20 FINRA Fee is in addition to the $11.25 FBI Fee except for the second
fingerprint transaction.

\footnote{17} See note 4.

\footnote{18} See 2012 Rule Change at note 6. The FBI does not charge its fee on a second
fingerprint transaction when it identifies the first set of fingerprints as illegible for
the same individual.
will provide all Exchange members with the correct Fingerprint Fees.

The Exchange believes it is equitable and not unfairly discriminatory to increase:
(1) the $110 fee for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification or one or more disclosure events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee Assessed only during Renewals to $70; and (3) the electronic Fingerprint Fees from $15 to $20 in accordance with an adjustment to FINRA’s fees19 because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not be in a position to apply them in an inequitable or unfairly discriminatory manner.

Similarly, the Exchange believes it is equitable and not unfairly discriminatory to correct the paper Fingerprint Fees to reflect the reduced FBI Fee of $11.2520 because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not be in a position to apply them in an inequitable or unfairly discriminatory manner.

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.

The Exchange believes that its proposal to increase: (1) the $110 fee for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification or one or more disclosure

19 The $20 FINRA Fee is in addition to the $11.25 FBI Fee except for the second fingerprint transaction.

20 See 2012 Rule Change at note 6. The FBI does not charge its fee on a second fingerprint transaction when it identifies the first set of fingerprints as illegible for the same individual.
events or proceedings to $155; (2) the $45 FINRA Annual System Processing Fee Assessed only during Renewals to $70; and (3) the electronic Fingerprint Fees from $15 to $20 in accordance with an adjustment to FINRA’s fees does not impose an undue burden on competition because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not be in a position to apply them in an inequitable or unfairly discriminatory manner. The proposal will reflect the fees that will be assessed by FINRA to all members who register or require fingerprints as of January 2, 2023 and January 2, 2024, respectively.

Similarly, the Exchange believes it does not impose an undue burden on competition to correct the paper Fingerprint Fees to reflect the reduced FBI Fee of $11.25 because the Exchange will not be collecting or retaining these fees, therefore, the Exchange will not be in a position to apply them in an inequitable or unfairly discriminatory manner.

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

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A)(ii) of the Act.22

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

---

21 The $20 FINRA Fee is in addition to the $11.25 FBI Fee except for the second fingerprint transaction.

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-2022-067 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-NASDAQ-2022-067. 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

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-2022-067 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.23

J. Matthew DeLesDernier
Assistant Secretary

---

The Nasdaq Stock Market LLC Rules

** Equity Rules **

** Equity 7 Pricing Schedule **

Section 30. Regulatory, Registration and Processing Fees

(a) The following fees will be collected and retained by FINRA via the Web Central Registration Depository (CRD) registration system for the registration of associated persons of Nasdaq members that are not also FINRA members. FINRA, on behalf of the Exchange, will bill and collect these fees.

General Registration Fees:

$125 for each initial Form U4 filed for the registration of a representative or principal;

$110 for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification of one or more disclosure events or proceedings; and

$45 FINRA Annual System Processing Fee Assessed only during Renewals.

Fingerprint Processing Fees:

$29.50 Initial Submission (Electronic)

$44.50 Initial Submission (Paper)

$15.00 Second Submission (Electronic)

$30.00 Second Submission (Paper)

$29.50 Third Submission (Electronic)

$44.50 Third Submission (Paper)