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**SECURITIES AND EXCHANGE COMMISSION**

**[Release No. 34-106173; File No. SR-Phlx-2026-52]**

**Self-Regulatory Organizations; Nasdaq PHLX LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Amend Various Phlx Rules**

August 21, 2026.

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 August 19, 2026, Nasdaq PHLX LLC ("Phlx" 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 Options 1, Section 1, Applicability, Definitions and References; Options 2, Section 1, Application for Approval as an SQT, RSQT, or RSQTO and Assignment in Options; Options 4A, Section 6, Position Limits; Options 7, Section 1, General Provisions; and Options 8, Section 11, Floor Market Maker and Lead Market Maker Appointment, Section 25, Floor Allocation, and Section 39, B-6, Priority of Options Orders for Equity Options, Index Options and U.S. Dollar-Settled Foreign Currency Options by Account Type (EQUITY OPTION, INDEX OPTION AND U.S. DOLLAR-SETTLED FOREIGN CURRENCY OPTION ONLY).

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1 15 U.S.C. 78s(b)(1).

2 17 CFR 240.19b-4.

The text of the proposed rule change is available on the Exchange's Website at https://listingcenter.nasdaq.com/rulebook/phlx/rulefilings, and at the principal office of the Exchange.

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

Phlx proposes to amend the following Rules: Options 1, Section 1, Applicability, Definitions and References; Options 2, Section 1, Application for Approval as an SQT, RSQT, or RSQTO and Assignment in Options; Options 4A, Section 6, Position Limits; Options 7, Section 1, General Provisions; and Options 8, Section 11, Floor Market Maker and Lead Market Maker Appointment, Section 25, Floor Allocation, and Section 39, B-6, Priority of Options Orders for Equity Options, Index Options and U.S. Dollar-Settled Foreign Currency Options by Account Type (EQUITY OPTION, INDEX OPTION AND U.S. DOLLAR-SETTLED FOREIGN CURRENCY OPTION ONLY).

*Alphabetize Definitions and Amend Rule Citations*

The Exchange proposes to amend Options 1, Section 1, Applicability, Definitions and References, to alphabetize the defined terms and make corresponding rule citation corrections at: Options 2, Section 1 (Application for Approval as an SQT, RSQT, or RSQTO and Assignment in Options); Options 7, Section 1 (General Provisions); and Options 8, Section 11 (Floor Market Maker and Lead Market Maker Appointment). The Exchange also proposes to amend Options 1,

Section 1(b)(49) to change "an" to "a" within the description. These proposed amendments are non-substantive.

*Remove Extraneous Text*

The Exchange proposes to remove extraneous words from Options 4A, Section 6, Options Index Rules. The phrase "in excess of 100,000 contracts for its own account or for the account of a customer" is repeated twice in a row within the rule text. The Exchange proposes to remove the inadvertently repeated text. This proposed amendment is non-substantive.

*Undefined Term and Conforming Usage of Term*

The Exchange proposes to amend Options 8, Section 25, Floor Allocation, to replace the legacy term "Off-Floor Broker-Dealer" with "broker-dealer." The term "Off-Floor Broker-Dealer" was removed from Phlx's Rules in 2025.[3] Phlx noted in that rule proposal that off-floor broker-dealers should be treated the same as other market participants. Therefore, Phlx believes the term "broker-dealer" is the appropriate replacement for this term because the term "Off-Floor Broker-Dealer" was not meant to refer to any specific floor participant currently defined in the floor trading rules. The Exchange also proposes to lowercase "Limit Orders" to conform the use of the term Options 8 and remove the dated reference to Options 1, Section 1(b)(34). The Exchange also proposes to replace the lowercase "off-floor broker-dealer" references in Options 8, Section 39 at B-6, Priority of Options Orders for Equity Options, Index Options and U.S. Dollar-Settled Foreign Currency Options by Account Type (EQUITY OPTION, INDEX OPTION AND U.S. DOLLAR-SETTLED FOREIGN CURRENCY OPTION ONLY) with "broker-dealer" to conform the terms and remove the references to "off-floor broker-dealer." The Exchange also proposes to remove the dated reference to Options 3, Section 7(b)(i)(C).

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[3] See Securities Exchange Act Release No. 101989 (December 30, 2024), 89 FR 106888 (December 31, 2024) (SR-Phlx-2024-71). The term "Off-Floor Broker-Dealer Order" meant an order delivered from off the floor of the Exchange by or on behalf of a broker-dealer for the proprietary account(s) of such broker-dealer, including an order for a market maker located on an exchange or trading floor other than the Exchange's trading floor delivered electronically for the proprietary account(s) of such market maker.

2. Statutory Basis

The Exchange believes that its proposal is consistent with Section 6(b) of the Act,[4] in general, and furthers the objectives of Section 6(b)(5) of the Act,[5] in particular, in that it 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 Exchange believes that each of the proposed non-substantive amendments furthers these objectives by improving the clarity, accuracy, and internal consistency of the Exchange's rulebook, on which members, member organizations, and other market participants rely. The proposed amendments correct organizational, drafting, grammatical, and terminology errors without altering the substance of any rule.

The proposal to alphabetize the defined terms in Options 1, Section 1, Applicability, Definitions and References, and to make corresponding rule citation corrections at Options 2, Section 1, Options 7, Section 1, and Options 8, Section 11 should make it easier for market participants to locate the defined terms, and the amendments also ensure that cross-references throughout the rulebook accurately point to the renumbered definitions. The related amendment to Options 1, Section 1(b)(49) to change "an" to "a" is a grammatical correction that improves the readability of that provision.

The proposal to eliminate a repetition of the phrase "in excess of 100,000 contracts for its own account or for the account of a customer" is consistent with the Act because the repetition could create confusion among members and member organizations regarding their reporting obligations for options on market indexes.

The proposal to replace the legacy term "Off-Floor Broker-Dealer" and its lowercase variants ("off-floor broker-dealer") with "broker-dealer" in Options 8, Section 25, Floor Allocation, and Options 8, Section 39 at B-6, Priority of Options Orders for Equity Options,

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4 15 U.S.C. 78f(b).

5 15 U.S.C. 78f(b)(5).

Index Options and U.S. Dollar-Settled Foreign Currency Options by Account Type, conforms these floor rules to the Exchange's current rulebook. The defined term "Off-Floor Broker-Dealer" was removed from Phlx's Rules in 2025, and its continued use in Options 8, Section 25 and Section 39 at B-6 could confuse members and member organizations regarding the class of participants to which the applicable allocation and priority provisions refer. Replacing this legacy term with "broker-dealer" protects investors and the public interest by ensuring that the Exchange's floor rules reference a class of market participants that is currently used throughout the rulebook, consistent with the Exchange's stated intent, when it removed the "Off-Floor Broker-Dealer" definition, that off-floor broker-dealers be treated the same as other market participants. Finally, lowercasing "Limit Order" and removing dated references is consistent with the Act because it will conform the Rules and remove confusion.

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 proposed amendments are non-substantive. Alphabetizing the defined terms in Options 1, Section 1 and updating the corresponding rule citations at Options 2, Section 1, Options 7, Section 1, and Options 8, Section 11, correcting the article in Options 1, Section 1(b)(49), removing the inadvertently duplicative phrase in Options 4A, Section 6, and replacing the legacy term "Off-Floor Broker-Dealer" and its lowercase variants with "broker-dealer" in Options 8, Section 25 and Options 8, Section 39 at B-6 are corrective and organizational changes that leave the substance of each affected rule unchanged. The proposed amendments will apply uniformly to all similarly situated members and member organizations. For these reasons, the Exchange does not believe that the proposed rule change will impose any burden on intra-market or inter-market competition.

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[6] and subparagraph (f)(6) of Rule 19b-4 thereunder.[7]

At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings 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 (https://www.sec.gov/rules/sro.shtml); or
- Send an email to rule-comments@sec.gov. Please include file number SR-Phlx-2026-52 on the subject line.

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6 15 U.S.C. 78s(b)(3)(A)(iii).

7 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 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.

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-Phlx-2026-52. This file number should be included on the subject line if email is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's internet website (https://www.sec.gov/rules/sro.shtml. Copies of the filing will be available for inspection and copying at the principal office of the Exchange. Do not include personal identifiable information in submissions; you should submit only information that you wish to make available publicly. We may redact in part or withhold entirely from publication submitted material that is obscene or subject to copyright protection.

All submissions should refer to file number SR-Phlx-2026-52 and should be submitted on or before [INSERT DATE 21 DAYS AFTER DATE OF PUBLICATION IN THE *FEDERAL REGISTER*].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.[8]

**Vanessa A. Countryman,**

*Secretary.*

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[8] 17 CFR 200.30-3(a)(12).