Required fields are shown with yellow backgrounds and asterisks.

OMB APPROVAL

OMB Number: 3235-0045
Estimated average burden hours per response..........38

Page 1 of * 17		SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 Form 19b-4 Amendment No.			File No.* :	SR - 2017 - * 20 .mendments *)							
Filing by Investors' Exchange LLC													
Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934													
Initial * ✓	Amendment *	Withdrawal	Section 19(b)(2)	* Section	on 19(b)(3)(A) *	Section 19(b)(3)(B) *							
Pilot	Extension of Time Period for Commission Action *	Date Expires *		<ul><li>19b-4(f</li><li>19b-4(f</li><li>19b-4(f</li></ul>	)(2) <b>a</b> 19b-4(f)(5)								
Notice of proposed change pursuant  Section 806(e)(1) *		to the Payment, Cleari	the Payment, Clearing, and Settlement Act of 2 Section 806(e)(2) *		to the Securities Exchange Act of 1934 Section 3C(b)(2) *								
		Ш			Ш								
Exhibit 2 Sent As Paper Document  Exhibit 3 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 *).  Proposed rule change to adopt Rule 14.602 to describe the complimentary products and services to be made available to all listed companies.													
							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 Na	ame * Claudia		Last Name * Crov	vley		
Title *	Chief Regulatory Offi												
E-mail													
Telepho		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.  (Title *)													
Date	08/10/2017	Ī	Chief Regulatory C										
L	Claudia Crowley		J , -										
, [	(Name *)												
this form.	licking the button at right will digit A digital signature is as legally b , and once signed, this form canno	inding as a physical	claudia.c	rowley@iextra	ding.com								

#### SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 For complete Form 19b-4 instructions please refer to the EFFS website. The self-regulatory organization must provide all required information, presented in a Form 19b-4 Information \* clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal Remove is consistent with the Act and applicable rules and regulations under the Act. The Notice section of this Form 19b-4 must comply with the guidelines for publication Exhibit 1 - Notice of Proposed Rule Change \* 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 Add Remove View 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) The Notice section of this Form 19b-4 must comply with the guidelines for publication **Exhibit 1A- Notice of Proposed Rule** in the Federal Register as well as any requirements for electronic filing as published Change, Security-Based Swap Submission, by the Commission (if applicable). The Office of the Federal Register (OFR) offers or Advance Notice by Clearing Agencies \* 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, security-based swap submission, or advance notice being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3) Exhibit 2 - Notices, Written Comments, Copies of notices, written comments, transcripts, other communications. If such Transcripts, Other Communications documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G. Remove View Add Exhibit Sent As Paper Document П Exhibit 3 - Form, Report, or Questionnaire 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 Add Remove View referred to by the proposed rule change. Exhibit Sent As Paper Document The full text shall be marked, in any convenient manner, to indicate additions to and **Exhibit 4 - Marked Copies** deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit Add Remove View 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** 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 Add View Remove of the proposed rule change. If the self-regulatory organization is amending only part of the text of a lengthy **Partial Amendment** 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

Pursuant to the provisions of Section 19(b)(1) of the Securities Exchange Act of (a) 1934 ("Exchange Act"), and Rule 19b-4 thereunder, Investors Exchange LLC ("IEX" or "Exchange") is filing with the Securities and Exchange Commission ("SEC" or "Commission") a proposed rule change to adopt Rule 14.602 to describe the complimentary products and services to be made available to all listed companies.

The text of the proposed rule change is attached as Exhibit 5.

- (b) Not applicable
- (c) Not applicable

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

Senior management has approved the proposed rule change pursuant to authority delegated to it by the Board of the Exchange. No further action is required under the Exchange's governing documents. Therefore, the Exchange's internal procedures with respect to the proposed rule change are complete.

The persons on the Exchange staff prepared to respond to questions and comments on the proposed rule change are:

> Claudia Crowley Chief Regulatory Officer Investors Exchange LLC 646-343-2041

Sophia Lee General Counsel Investors Exchange LLC 646-343-2040

- 3. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change
  - (a) <u>Purpose</u>

On June 17, 2016, the Commission granted IEX's application for registration as a

<sup>&</sup>lt;sup>1</sup> 15 U.S.C. 78s(b)(1). <sup>2</sup> 17 CRF 240.19b-4.

national securities exchange under Section 6 of the Act including approval of rules applicable to the qualification, listing and delisting of companies on the Exchange. The Exchange plans to begin a listing program in 2017 and is proposing to adopt Rule 14.602 to describe the complimentary products and services that will be offered to all listed companies in this proposed rule change.

As proposed, IEX will provide all listed companies with the same optional complimentary services through access to IEX Issuer, a market information analytics platform consisting of access to a team of market professionals and web-based content. The team of market professionals will serve as a single source of timely market intelligence, fundamental and technical trading analysis, and real-time market information to all listed companies. The web-based portion of IEX Issuer will provide similar information that will enable all listed companies to follow their stock's trading, competitors, and market activity through an online interface. In addition, IEX Issuer may, from time to time, provide information about products and services from third-party vendors that IEX determines may be relevant to listed issuers. Provision of any products and services from a third-party vendor would need to be effected through arrangements directly between the listed issuer and the third-party vendor, without any subsidy or other involvement by the Exchange. A description of all products and services available through IEX Issuer will be provided on the Exchange's website.

All issuers listed on the Exchange will have access to services through IEX Issuer on the same basis. IEX is not proposing to offer any additional products and services to listed companies on a tiered or differentiated basis.

#### (b) Statutory Basis

IEX believes that the proposed rule change is consistent with Section 6 of the Act<sup>3</sup> in general, and furthers the objectives of Section  $6(b)(4)^4$  of the Act, in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees, and other charges among its members and issuers and other persons using its facilities. The Exchange also believes that the proposed rule change is consistent with Section 6(b)(5) of the Act<sup>5</sup> in that it is not designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

The Exchange believes that it is fair and reasonable to offer optional complimentary products and services to attract and retain listings in a highly competitive market. The Exchange believes that the existing U.S. exchange listing market for operating companies is essentially a duopoly of the New York Stock Exchange ("NYSE") and Nasdaq Stock Market ("Nasdaq"), with the vast majority of operating companies listed on U.S. securities exchanges listed on those two. Both NYSE and Nasdaq offer complimentary products and services to listed companies,<sup>6</sup> and the Exchange believes that some listed companies want such products and services. The Exchange expects to face significant competition from NYSE and Nasdaq as a new entrant into the exchange listing market, and believes that offering IEX Issuer will facilitate its ability to attract and retain the listing of companies that want complimentary products and services. IEX believes that to the extent IEX's listing program is successful, it will provide a competitive alternative, which will thereby benefit issuers and investors, remove impediments to and perfect the mechanism of a free and open market and a national market system, consistent with the protection of investors and the public interest.

The Exchange believes that its proposed provision of issuer products and services is fair

<sup>5</sup> U.S.C. 78F 5 U.S.C. 78f(b)(4).

<sup>15</sup> U.S.C. 78f(b)(5).
See Section 907.00 of the NYSE Listed Company Manual and Nasdaq Rule IM-5900-7.

and not unfairly discriminatory because it will offer all products and services to each listed company on the same terms and conditions without differentiation among listed companies whereby certain companies receive enhanced or more services.

## 4. <u>Self-Regulatory Organization's Statement on Burden on Competition</u>

IEX does not believe that the proposed rule change will result in any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. To the contrary, and as discussed in the Statutory Basis section, IEX believes that the proposed rule change will enhance competition by facilitating IEX's listing program which will allow the Exchange to provide companies with another listing option, thereby promoting intermarket competition between exchanges in furtherance of the principles of Section 11A(a)(1) of the Act<sup>7</sup> in that it is designed to promote fair competition between exchange markets by offering a new listing market to compete with Nasdaq and NYSE. Moreover, as a new listing venue, IEX expects to face intense competition from existing exchanges. Consequently, the degree to which IEX's products and services offerings to listed companies could impose any burden on intermarket competition is extremely limited, and IEX does not believe that such products and services offering would impose any burden on competing venues that is not necessary or appropriate in furtherance of the purposes of the Act.

IEX also does not believe that the proposed rule change will result in any burden on intramarket competition since IEX will offer the complimentary products and services to all listed companies on the same basis without any differentiation. Consequently, IEX does not believe that the proposal will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act.

<sup>&</sup>lt;sup>7</sup>15 U.S.C. 78k-1(a)(1).

IEX also notes that it does not have exclusive arrangements with third-party vendors with respect to optional access to discounted products and services from third-party vendors. IEX believes that multiple third-party vendors offer similar services and listed companies will not be required to accept any discounted products and services as a condition to listing. IEX listed companies are free to purchase similar products and services from other vendors, or not to use any such products and services, instead of accepting the products and services described herein offered by the Exchange. Thus, even if IEX were to list a large number of companies, it nonetheless does not believe that the proposed rule change will adversely impact competition for such products and services.

- 5. <u>Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change</u> <u>Received from Members, Participants, or Others</u>
  - Written comments were neither solicited nor received.
- 6. Extension of Time Period for Commission Action

IEX does not consent at this time to an extension of the time period for Commission action specified in Section 19(b)(2) of the Act.<sup>8</sup>

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

  Not applicable.
- 8. <u>Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or of the</u>
  Commission

The products and services proposed to be offered to listed companies by the Exchange are similar to certain products and services offered by NYSE and Nasdaq. Specifically, IEX Issuer is similar to the NASDAQ Market Intelligence Desk and NASDAQ Online, which were

<sup>&</sup>lt;sup>8</sup> 15 U.S.C. 78s(b)(2).

described in a Nasdaq rule filing,<sup>9</sup> and the NYSE Market Access Center which is described in a sentence at the beginning of Section 907 of the NYSE Listed Company Manual.<sup>10</sup>

- 9. Security-Based Swap Submissions Filed Pursuant to Section 3C of the Act Not applicable.
- Advance Notices Filed Pursuant to Section 806(e) of the Payment, Clearing and 10. Settlement Supervision Act

Not applicable.

#### 11. **Exhibits**

Exhibit 1. Form of notice of proposed rule change for publication in the <u>Federal Register</u>.

Exhibit 5. Text of the proposed rule change.

<sup>&</sup>lt;sup>9</sup> <u>See</u> Securities Exchange Act Release No. 65963 (December 15, 2011), 76 FR 79262 (December 21, 2100) (SR-Nasdaq-2011-122).

<sup>10</sup> <u>See also</u> Securities Exchange Act Release No. 51449 (August 12, 2011), 76 FR 51449 (August 18, 2011) (SR-NYSE-2011-20).

SECURITIES AND EXCHANGE COMMISSION (Release No. 34 - ); File No. SR-IEX-2017-20)

Self-Regulatory Organizations: Investors Exchange LLC; Notice of Filing of Proposed Rule Change to Adopt Rule 14.602 to Describe the Complimentary Products and Services to be Made Available to All Listed Companies.

Pursuant to Section 19(b)(1)<sup>1</sup> of the Securities Exchange Act of 1934 (the "Act")<sup>2</sup> and Rule 19b-4 thereunder,<sup>3</sup> notice is hereby given that, on (date), the Investors Exchange LLC ("IEX" or the "Exchange") filed with the Securities and Exchange Commission (the "Commission") the proposed rule change as described in Items I, II and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

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

Pursuant to the provisions of Section 19(b)(1) of the Securities Exchange Act of 1934 ("Exchange Act"),<sup>4</sup> and Rule 19b-4 thereunder,<sup>5</sup> Investors Exchange LLC ("IEX" or "Exchange") is filing with the Commission a proposed rule change to adopt Rule 14.602 to describe the complimentary products and services to be made available to all listed companies.

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

<sup>&</sup>lt;sup>2</sup> 15 U.S.C. 78a.

<sup>&</sup>lt;sup>3</sup>17 CFR 240.19b-4.

<sup>&</sup>lt;sup>4</sup> 15 U.S.C. 78s(b)(1).

<sup>&</sup>lt;sup>5</sup> 17 CRF 240.19b-4.

The text of the proposed rule change is available at the Exchange's website at www.iextrading.com, at the principal office of the Exchange, and at the Commission's Public Reference Room.

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

In its filing with the Commission, the self-regulatory organization 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 self-regulatory organization has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

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

#### 1. Purpose

On June 17, 2016, the Commission granted IEX's application for registration as a national securities exchange under Section 6 of the Act including approval of rules applicable to the qualification, listing and delisting of companies on the Exchange. The Exchange plans to begin a listing program in 2017 and is proposing to adopt Rule 14.602 to describe the complimentary products and services that will be offered to all listed companies in this proposed rule change.

As proposed, IEX will provide all listed companies with the same optional complimentary services through access to IEX Issuer, a market information analytics platform consisting of access to a team of market professionals and web-based content. The team of market professionals will serve as a single source of timely market

intelligence, fundamental and technical trading analysis, and real-time market information to all listed companies. The web-based portion of IEX Issuer will provide similar information that will enable all listed companies to follow their stock's trading, competitors, and market activity through an online interface. In addition, IEX Issuer may, from time to time, provide information about products and services from third-party vendors that IEX determines may be relevant to listed issuers. Provision of any products and services from a third-party vendor would need to be effected through arrangements directly between the listed issuer and the third-party vendor, without any subsidy or other involvement by the Exchange. A description of all products and services available through IEX Issuer will be provided on the Exchange's website.

All issuers listed on the Exchange will have access to services through IEX Issuer on the same basis. IEX is not proposing to offer any additional products and services to listed companies on a tiered or differentiated basis.

### 2. Statutory Basis

IEX believes that the proposed rule change is consistent with Section 6 of the Act<sup>6</sup> in general, and furthers the objectives of Section 6(b)(4)<sup>7</sup> of the Act, in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees, and other charges among its members and issuers and other persons using its facilities. The Exchange also believes that the proposed rule change is consistent with Section 6(b)(5) of the Act<sup>8</sup> in that it is not designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

The Exchange believes that it is fair and reasonable to offer optional

<sup>7</sup> 15 U.S.C. 78f(b)(4).

<sup>&</sup>lt;sup>6</sup> 15 U.S.C. 78F

<sup>&</sup>lt;sup>8</sup> 15 U.S.C. 78f(b)(5).

complimentary products and services to attract and retain listings in a highly competitive market. The Exchange believes that the existing U.S. exchange listing market for operating companies is essentially a duopoly of the New York Stock Exchange ("NYSE") and Nasdaq Stock Market ("Nasdaq"), with the vast majority of operating companies listed on U.S. securities exchanges listed on those two. Both NYSE and Nasdag offer complimentary products and services to listed companies, <sup>9</sup> and the Exchange believes that some listed companies want such products and services. The Exchange expects to face significant competition from NYSE and Nasdaq as a new entrant into the exchange listing market, and believes that offering IEX Issuer will facilitate its ability to attract and retain the listing of companies that want complimentary products and services. IEX believes that to the extent IEX's listing program is successful, it will provide a competitive alternative, which will thereby benefit issuers and investors, remove impediments to and perfect the mechanism of a free and open market and a national market system, consistent with the protection of investors and the public interest.

The Exchange believes that its proposed provision of issuer products and services is fair and not unfairly discriminatory because it will offer all products and services to each listed company on the same terms and conditions without differentiation among listed companies whereby certain companies receive enhanced or more services.

B. <u>Self-Regulatory Organization's Statement on Burden on Competition</u>

IEX does not believe that the proposed rule change will result in any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

<sup>&</sup>lt;sup>9</sup> See Section 907.00 of the NYSE Listed Company Manual and Nasdaq Rule IM-5900-7.

To the contrary, and as discussed in the Statutory Basis section, IEX believes that the proposed rule change will enhance competition by facilitating IEX's listing program which will allow the Exchange to provide companies with another listing option, thereby promoting intermarket competition between exchanges in furtherance of the principles of Section 11A(a)(1) of the Act<sup>10</sup> in that it is designed to promote fair competition between exchange markets by offering a new listing market to compete with Nasdaq and NYSE. Moreover, as a new listing venue, IEX expects to face intense competition from existing exchanges. Consequently, the degree to which IEX's products and services offerings to listed companies could impose any burden on intermarket competition is extremely limited, and IEX does not believe that such products and services offering would impose any burden on competing venues that is not necessary or appropriate in furtherance of the purposes of the Act.

IEX also does not believe that the proposed rule change will result in any burden on intramarket competition since IEX will offer the complimentary products and services to all listed companies on the same basis without any differentiation. Consequently, IEX does not believe that the proposal will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act.

IEX also notes that it does not have exclusive arrangements with third-party vendors with respect to optional access to discounted products and services from third-party vendors. IEX believes that multiple third-party vendors offer similar services and listed companies will not be required to accept any discounted products and services as a condition to listing. IEX listed companies are free to purchase similar products and

<sup>&</sup>lt;sup>10</sup>15 U.S.C. 78k-1(a)(1).

services from other vendors, or not to use any such products and services, instead of accepting the products and services described herein offered by the Exchange. Thus, even if IEX were to list a large number of companies, it nonetheless does not believe that the proposed rule change will adversely impact competition for such products and services.

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

Written comments were neither solicited nor received.

III. <u>Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action</u>

Within 45 days of the date of publication of this notice in the Federal Register or within such longer period (i) as the Commission may designate up to 90 days of such date if it finds such longer period to be appropriate and publishes its reasons for so finding or (ii) as to which the Exchange consents, the Commission shall: (a) by order approve or disapprove such proposed rule change, or (b) institute proceedings to determine whether the proposed rule change should be 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 email to <u>rule-comments@sec.gov</u>. Please include File Number SR-IEX-2017-20 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-IEX-2017-20. This file number should be included in 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 (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 website viewing and printing in the Commission's Public Reference Section, 100 F Street, NE, Washington, DC 20549-1090. Copies of the filing will also be available for inspection and copying at the IEX's principal office and on its Internet website at www.iextrading.com. 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-IEX-2017-20 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.<sup>11</sup>

<sup>11</sup> 

## Exhibit 5 – Text of Proposed Rule Change

Proposed new language is underlined; proposed deletions are in brackets.

\* \* \* \* \*

### Rule 14.602. Products and Services Available to Listed Companies

The Exchange offers all listed companies the same optional complimentary services through access to IEX Issuer, a market information analytics platform consisting of access to a team of market professionals and web-based content, that provide real-time market intelligence, fundamental and technical trading analysis, and real-time market information. In addition, IEX Issuer may, from time to time, provide information about products and services from third-party vendors that IEX determines may be relevant to listed issuers. Provision of any products and services from a third-party vendor would need to be effected through arrangements directly between the listed issuer and the third-party vendor, without any subsidy or other involvement by the Exchange. A description of all products and services available through IEX Issuer is provided on the Exchange's website.

\* \* \* \* \*