

submit only information that you wish to make available publicly. All submissions should refer to File Number SR-MIAX-2020-26 and should be submitted on or before September 8, 2020.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>34</sup>

**J. Matthew DeLesDernier,**  
Assistant Secretary.

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-89532; File Nos. SR-NYSE-2020-05, SR-NYSEAMER-2020-05, SR-NYSEArca-2020-08, SR-NYSECHX-2020-02, SR-NYSENAT-2020-03]

### Self-Regulatory Organizations; New York Stock Exchange LLC, NYSE Chicago, Inc., NYSE American LLC, NYSE Arca, Inc., and NYSE National, Inc.; Notice of Designation of a Longer Period for Commission Action on Proceedings To Determine Whether To Approve or Disapprove Proposed Rule Changes, as Modified by Amendment No. 1, To Establish a Schedule of Wireless Connectivity Fees and Charges With Wireless Connections Between the Mahwah, New Jersey Data Center and Other Data Centers

August 12, 2020.

On January 30, 2020, New York Stock Exchange LLC, NYSE Chicago, Inc., NYSE American LLC, NYSE Arca, Inc., and NYSE National, Inc. (collectively, the “Exchanges”) each filed with the Securities and Exchange Commission (“Commission”), pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (“Act”) <sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> a proposed rule change to establish a schedule of Wireless Connectivity Fees and Charges with wireless connections between the Mahwah, New Jersey data center and other data centers. The proposed rule changes were published for comment in the **Federal Register** on February 18, 2020.<sup>3</sup> On April 1, 2020, pursuant to

Section 19(b)(2) of the Act,<sup>4</sup> the Commission designated a longer period within which to either approve the proposed rule changes, disapprove the proposed rule changes, or institute proceedings to determine whether to approve or disapprove the proposed rule changes.<sup>5</sup> On May 18, 2020, the Commission instituted proceedings to determine whether to approve or disapprove the proposed rule changes.<sup>6</sup> On July 27, 2020, the Exchanges each filed Amendment No. 1 to the proposed rule changes. Notice of Amendment No. 1 to the proposed rule changes was published for comment in the **Federal Register** on August 7, 2020.<sup>7</sup> The Commission has received comment letters on the proposed rule changes, as modified by Amendment No. 1.<sup>8</sup>

Section 19(b)(2) of the Act<sup>9</sup> provides that, after initiating proceedings, the Commission shall issue an order approving or disapproving the proposed rule change not later than 180 days after the date of publication of notice of filing of the proposed rule change. The Commission may extend the period for issuing an order approving or disapproving the proposed rule change, however, by not more than 60 days if the Commission determines that a longer period is appropriate and publishes the reasons for such determination. The proposed rule changes were published for notice and comment in the **Federal Register** on February 18, 2020.<sup>10</sup> August 16, 2020 is 180 days from that date, and October 15, 2020 is 240 days from that date.

The Commission finds it appropriate to designate a longer period within which to issue an order approving or disapproving the proposed rule changes, as modified by Amendment No. 1, so that it has sufficient time to consider the

proposed rule changes, as modified by Amendment No. 1, the issues raised in the comment letters that have been submitted in connection therewith, and the Exchanges’ responses to comments. Accordingly, the Commission, pursuant to Section 19(b)(2) of the Act,<sup>11</sup> designates October 15, 2020 as the date by which the Commission should either approve or disapprove the proposed rule changes (File Nos. SR-NYSE-2020-05, SR-NYSEAMER-2020-05, SR-NYSEArca-2020-08, SR-NYSECHX-2020-02, SR-NYSENAT-2020-03), as modified by Amendment No. 1.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>12</sup>

**J. Matthew DeLesDernier,**  
Assistant Secretary.

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## SECURITIES AND EXCHANGE COMMISSION

[SEC File No. 270-557, OMB Control No. 3235-0618]

### Proposed Collection; Comment Request

*Upon Written Request Copies Available From:* Securities and Exchange Commission, Office of FOIA Services, 100 F Street NE, Washington, DC 20549-2736.

*Extension:* Rule 173

Notice is hereby given that, pursuant to the Paperwork Reduction Act of 1995 (44 U.S.C. 3501 *et seq.*), the Securities and Exchange Commission (“Commission”) is soliciting comments on the collection of information summarized below. The Commission plans to submit this existing collection of information to the Office of Management and Budget for extension and approval.

Securities Act Rule 173 (17 CFR 230.173) provides a notice of registration to investors who purchased securities in a registered offering under the Securities Act of 1933 (15 U.S.C. 77a *et seq.*). A Rule 173 notice must be provided by underwriter or dealer to each investor who purchased securities from the underwriter or dealer. The Rule 173 notice is not publicly available. We estimate that it takes approximately 0.0167 hour per response to provide the information required under Rule 173 and that the information is filed by approximately 5,338 respondents approximately 43,546 times

<sup>34</sup> 17 CFR 200.30-3(a)(12).

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

<sup>2</sup> 17 CFR 240.19b-4.

<sup>3</sup> See Securities Exchange Act Release Nos. 88168 (February 11, 2020), 85 FR 8938 (February 18, 2020) (SR-NYSE-2020-05); 88169 (February 11, 2020), 85 FR 8946 (February 18, 2020) (SR-NYSEAMER-2020-05); 88170 (February 11, 2020), 85 FR 8956 (February 18, 2020) (SR-NYSEArca-2020-08); 88172 (February 11, 2020), 85 FR 8923 (February 18, 2020) (SR-NYSECHX-2020-02); and 88171 (February 11, 2020), 85 FR 8930 (February 18, 2020) (SR-NYSENAT-2020-03) (collectively, the “Notices”).

<sup>4</sup> 15 U.S.C. 78s(b)(2).

<sup>5</sup> See Securities Exchange Act Release No. 88539 (April 1, 2020), 85 FR 19553 (April 7, 2020). The Commission designated May 18, 2020, as the date by which it should approve, disapprove, or institute proceedings to determine whether to approve or disapprove the proposed rule changes.

<sup>6</sup> See Securities Exchange Act Release No. 88901 (May 18, 2020), 85 FR 31273 (May 22, 2020).

<sup>7</sup> See Securities Exchange Act Release Nos. 88168 (August 3, 2020), 85 FR 47992 (August 7, 2020) (SR-NYSE-2020-05); 89454 (August 3, 2020), 85 FR 48002 (August 7, 2020) (SR-NYSEAMER-2020-05); 89455 (August 3, 2020), 85 FR 48035 (August 7, 2020) (SR-NYSEArca-2020-08); 89456 (August 3, 2020), 85 FR 48024 (August 7, 2020) (SR-NYSECHX-2020-02); and 89457 (August 3, 2020), 85 FR 47997 (August 7, 2020) (SR-NYSENAT-2020-03).

<sup>8</sup> Comments received on the proposed rule changes, as modified by Amendment No. 1, are available on the Commission’s website at: <https://www.sec.gov/comments/sr-nyse-2020-05/srnyse202005.htm>.

<sup>9</sup> 15 U.S.C. 78s(b)(2).

<sup>10</sup> See Notices, *supra* note 3.

<sup>11</sup> 15 U.S.C. 78s(b)(2).

<sup>12</sup> 17 CFR 200.30-3(a)(31).

a year for a total of 232,448,548 responses. We estimate that the total annual reporting burden for Rule 173 is 3,881,891 hours (0.0167 hours per response × 232,448,548 responses).

Written comments are invited on: (a) Whether this proposed collection of information is necessary for the performance of the functions of the agency, including whether the information will have practical utility; (b) the accuracy of the agency's estimate of the burden imposed by the collections of information; (c) ways to enhance the quality, utility, and clarity of the information collected; and (d) ways to minimize the burden of the collection of information on respondents, including through the use of automated collection techniques or other forms of information technology. Consideration will be given to comments and suggestions submitted in writing within 60 days of this publication.

An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number.

Please direct your written comment to David Bottom, Director/Chief Information Officer, Securities and Exchange Commission, c/o Cynthia Roscoe, 100 F Street NE, Washington, DC 20549 or send an email to: [PRA\\_Mailbox@sec.gov](mailto:PRA_Mailbox@sec.gov).

Dated: August 13, 2020.

**J. Matthew DeLesDernier,**  
Assistant Secretary.

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-89537; File No. SR-BOX-2020-16]

### Self-Regulatory Organizations; BOX Exchange LLC; Notice of Filing of Amendment No. 1 and Order Instituting Proceedings To Determine Whether To Approve or Disapprove a Proposed Rule Change, as Modified by Amendment No. 1, in Connection With the Proposed Establishment of the Boston Security Token Exchange LLC as a Facility of the Exchange

August 12, 2020.

On May 12, 2020, BOX Exchange LLC ("Exchange" or "BOX") filed with the Securities and Exchange Commission ("Commission"), pursuant to Section 19(b)(1) of the Securities Exchange Act

of 1934 ("Act")<sup>1</sup> and Rule 19b-4 thereunder,<sup>2</sup> a proposed rule change in connection with the proposed commencement of operations of the Boston Security Token Exchange LLC ("BSTX") as a facility of the Exchange. The proposed rule change was published for comment in the **Federal Register** on June 1, 2020.<sup>3</sup> On July 16, 2020, pursuant to Section 19(b)(2) of the Act,<sup>4</sup> the Commission designated a longer period within which to approve the proposed rule change, disapprove the proposed rule change, or institute proceedings to determine whether to disapprove the proposed rule change.<sup>5</sup> On August 3, 2020, the Exchange filed Amendment No. 1 to the proposed rule change ("Amendment No. 1").<sup>6</sup> The Commission has received no comment letters on the proposed rule change, as modified by Amendment No. 1.<sup>7</sup>

The Commission is publishing this notice and order to solicit comments on the proposed rule change, as modified by Amendment No. 1, from interested persons and to institute proceedings pursuant to Section 19(b)(2)(B) of the Act<sup>8</sup> to determine whether to approve

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

<sup>2</sup> 17 CFR 240.19b-4.

<sup>3</sup> See Securities Exchange Act Release No. 88949 (May 26, 2020), 85 FR 33258 (June 1, 2020) ("Notice").

<sup>4</sup> 15 U.S.C. 78s(b)(2).

<sup>5</sup> See Securities Exchange Act Release No. 89329 (July 16, 2020), 85 FR 44333 (July 22, 2020). The Commission designated August 30, 2020, as the date by which the Commission shall approve or disapprove, or institute proceedings to determine whether to disapprove, the proposed rule change.

<sup>6</sup> The Exchange states that Amendment No. 1 makes the following changes: (1) Where the proposed rule change used the term "digital security token," the Exchange is now proposing to use the term "security" when referring to the proposed operation of the "BSTX Market"; (2) provide additional detail and clarification on the effect of BSTX's approval as a facility of the Exchange; and (3) update citations related to two Exchange rule filings. When the Exchange filed Amendment No. 1 to SR-BOX-2020-16, it also submitted a redline, which the Exchange states reflects the text of the partial amendment compared to the original filing, as a comment letter to the filing, and which the Commission made publicly available at <https://www.sec.gov/comments/sr-box-2020-16/srbox202016-7525322-222100.pdf>.

<sup>7</sup> The Commission notes that the proposed rule change, as modified by Amendment No. 1, is substantially similar to previously-filed proposed rule change, SR-BOX-2019-37, which was published for comment in the **Federal Register** on January 3, 2020. See Securities Exchange Act Release No. 87868 (December 30, 2019), 85 FR 345 (January 3, 2020) (SR-BOX-2019-37) (Notice of Filing of Proposed Rule Change).

BOX withdrew proposed rule change SR-BOX-2019-37 on May 12, 2020. See Securities Exchange Act Release No. 89017 (June 4, 2020), 85 FR 35473 (June 10, 2020) (Notice of Withdrawal of a Proposed Rule Change).

Comments on SR-BOX-2019-37 can be found at: <https://www.sec.gov/comments/sr-box-2019-37/srbox201937.htm>.

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

or disapprove the proposed rule change, as modified by Amendment No. 1.

### I. Summary of the Proposal, as Modified by Amendment No. 1

As described in the Notice, as modified by Amendment No. 1,<sup>9</sup> the Exchange proposes to establish BSTX as a facility (as defined in Section 3(a)(2) of the Act) of the Exchange that will operate a market for the trading of securities (the "BSTX Market") and adopt the Second Amended and Restated Limited Liability Company Agreement of BSTX (the "BSTX LLC Agreement") for BSTX as a facility of the Exchange.<sup>10</sup> The Exchange states that it has filed trading rules as part of a separate proposed rule change, and subject to Commission approval of those rules, BSTX would operate the BSTX Market.<sup>11</sup> The Exchange states that without Commission approval of the trading rules, it would not permit BSTX to commence operations of the BSTX Market, and that the Exchange's regulatory oversight responsibilities with respect to BSTX would not be triggered unless SR-BOX-2020-16 is approved by the Commission.<sup>12</sup>

The Exchange states that ownership interests in BSTX are represented by two classes of units ("Units"): Class A Units, which represent equal units of limited liability interest in BSTX, including an interest in the ownership and profits and losses of BSTX and the right to receive distributions from BSTX as set forth in the BSTX LLC Agreement ("Class A Units"); and Class B Units, which are identical to Class A Units, except that they do not have the right to vote on any matter related to BSTX ("Class B Units").<sup>13</sup> According to the Exchange: (1) 50% of the voting Class A Units are owned by BOX Digital, which is 98% owned by BOX Holdings Group

<sup>9</sup> See Notice, *supra* note 3; Amendment No. 1, *supra* note 6.

<sup>10</sup> See Amendment No. 1, *supra* note 6, at 3-4; Notice, *supra* note 3, at 33258. The proposed Boston Security Token Exchange LLC, Second Amended and Restated Limited Liability Company Agreement, dated as of December 20, 2019 ("BSTX LLC Agreement") is attached as Exhibit 5A to the Form 19b-4 for SR-BOX-2020-16 (available on the Commission's website at <https://www.sec.gov/rules/sro/box/2020/34-88949-ex5a.pdf>).

<sup>11</sup> See Amendment No. 1, *supra* note 6, at 4 (citing Securities Exchange Act Release No. 88946 (May 26, 2020), 85 FR 33454 (June 1, 2020) (SR-BOX-2020-14), as amended by Amendment No. 1 (filed on July 31, 2020)).

<sup>12</sup> See *id.* at 4.

<sup>13</sup> See Notice, *supra* note 3, 85 FR at 33259, nn.10-12 and accompanying text. According to the Exchange, Class B Units will automatically convert to an equal number of Class A Units upon the sale or transfer of a majority of the Class A Units or majority of the assets of BSTX, directly or indirectly, to any party or group of related parties. See *id.* at 33259-60, n.13.