

Required fields are shown with yellow backgrounds and asterisks.

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
Form 19b-4

File No. * SR 2025 - * 01

Amendment No. (req. for Amendments *)

Filing by Investors' Exchange LLC

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

Initial * <input checked="" type="checkbox"/>	Amendment * <input type="checkbox"/>	Withdrawal <input type="checkbox"/>	Section 19(b)(2) * <input type="checkbox"/>	Section 19(b)(3)(A) * <input checked="" type="checkbox"/>	Section 19(b)(3)(B) * <input type="checkbox"/>
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Pilot <input type="checkbox"/>	Extension of Time Period for Commission Action * <input type="checkbox"/>	Date Expires * <input type="text"/>
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Rule

<input type="checkbox"/> 19b-4(f)(1)	<input type="checkbox"/> 19b-4(f)(4)
<input checked="" type="checkbox"/> 19b-4(f)(2)	<input type="checkbox"/> 19b-4(f)(5)
<input type="checkbox"/> 19b-4(f)(3)	<input type="checkbox"/> 19b-4(f)(6)

Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010
Section 806(e)(1) *

Section 806(e)(2) *

Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934
Section 3C(b)(2) *

Exhibit 2 Sent As Paper Document

Exhibit 3 Sent As Paper Document

Description

Provide a brief description of the action (limit 250 characters, required when Initial is checked *).

Proposed Rule Change Pursuant to IEX Rule 15.110 to amend IEX's Fee Schedule

Contact Information

Provide the name, telephone number, and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the action.

First Name * Nathaniel Last Name * Kolodny

Title * Lead Regulation Counsel

E-mail * nathaniel.kolodny@iextrading.com

Telephone * (646) 343-2034 Fax

Signature

Pursuant to the requirements of the Securities Exchange of 1934, Investors' Exchange LLC has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

Date 01/22/2025

(Title *)

By Nathaniel Kolodny

Lead Regulation Counsel

(Name *)

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.

Nathaniel Kolodny

Digitally signed by Nathaniel Kolodny
Date: 2025.01.22 16:33:33 -05'00'

Required fields are shown with yellow backgrounds and astericks.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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

Form 19b-4 Information *

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Market data fee filing Jan 2025 19b-4

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.

Exhibit 1 - Notice of Proposed Rule Change *

Add Remove View

Market data fee filing Jan 2025 Ex. 1 -

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)

Exhibit 1A - Notice of Proposed Rule Change, Security-Based Swap Submission, or Advanced Notice by Clearing Agencies *

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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)

Exhibit 2- Notices, Written Comments, Transcripts, Other Communications

Add Remove View

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.

Exhibit Sent As Paper Document

Exhibit 3 - Form, Report, or Questionnaire

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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.

Exhibit Sent As Paper Document

Exhibit 4 - Marked Copies

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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.

Exhibit 5 - Proposed Rule Text

Add Remove View

Market Data Fee Filing Jan 2025 Ex. 5

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

Partial Amendment

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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 Proposed Rule Change

(a) Pursuant to the provisions of Section 19(b)(1) under the Securities Exchange Act of 1934 (“Exchange Act” or “Act”),¹ and Rule 19b-4 thereunder,² Investors’ Exchange LLC (“IEX” or “Exchange”) is filing with the Securities and Exchange Commission (“Commission”) a proposed rule change to modify its Fee Schedule, pursuant to IEX Rules 15.110(a) and (c), to change the existing definitions of “Real-Time” and “Delayed” in relation to its proprietary market data feeds, so that the interval that differentiates Delayed IEX Data from Real-Time IEX Data is fifteen (15) minutes instead of fifteen (15) milliseconds. IEX intends to implement the proposed changes beginning on February 1, 2025 to provide an opportunity for Data Subscribers³ to update their IEX market data subscriptions to suit their particular market data needs.

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

(b) The Exchange does not believe that the proposed rule change will have any direct effect, or any significant indirect effect, on any other Exchange rule in effect at the time of this filing.

(c) Not applicable.

2. Procedures of the Self-Regulatory Organization

Senior management has approved the proposed rule change pursuant to authority

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ “Data Subscriber” means any natural person or entity that receives Real-Time IEX market data either directly from the Exchange or from another non-affiliated Data Subscriber. A Data Subscriber must enter into a Data Subscriber Agreement with IEX in order to receive Real-Time IEX market data. A natural person or entity that receives Real-Time IEX market data from an affiliated Data Subscriber is subject to the Data Subscriber Agreement of such affiliated Data Subscriber.

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
917-509-9001

Nathaniel Kolodny
Lead Regulation Counsel
Investors' Exchange LLC
646-629-5622

3. Self-Regulatory Organization's Statement on the Purpose of, and Statutory Basis for, the Proposed Rule Change

(a) Purpose

The Exchange proposes to modify its Fee Schedule⁴ to change the existing definitions for "Real-Time" and "Delayed" in relation to its proprietary market data feeds. IEX intends to implement the proposed changes beginning on February 1, 2025.

Currently, the Exchange offers three proprietary market data feeds TOPS⁵, DEEP⁶, and DEEP+⁷ ("IEX Data"), each of which can be received on a Real-Time or Delayed basis. As specified in the Fee Schedule, "Real-Time" is defined as "IEX market data that is accessed, used, or distributed less than fifteen (15) milliseconds after it was made available

⁴ See IEX Fee Schedule, available at <https://www.iexexchange.io/resources/trading/fee-schedule>.

⁵ TOPS is an uncompressed data feed that provides aggregated top of book quotations for all displayed orders resting on the Order Book and execution information (i.e., last sale information) for executions on the Exchange. See IEX Rule 11.330(a)(1).

⁶ DEEP is an uncompressed data feed that provides aggregated depth of book quotations for all displayed orders resting on the Order Book at each price level, and execution information (i.e., last sale information) for executions on the Exchange. See IEX Rule 11.330(a)(2).

⁷ DEEP+ is an uncompressed data feed that provides order-by-order depth of book quotations for all displayed orders resting on the Order Book at each price level, and execution information (i.e., last sale information) for executions on the Exchange. See IEX Rule 11.330(a)(3).

by the Exchange”, and “Delayed” is defined as “IEX market data that is accessed, used, or distributed at least fifteen (15) milliseconds after it was made available by the Exchange”. The Exchange notes that it only directly offers Real-Time IEX Data and not Delayed IEX Data, which may instead be obtained from another Data Subscriber, such as a market data provider. The Exchange currently charges a flat fee of \$500/month for access to Real-Time TOPS and \$2,500/month for access to Real-Time DEEP, regardless of whether the data is received directly from the Exchange or from another Data Subscriber. Access to Real-Time DEEP+ is currently free of charge for an initial incentive period, as described further in a previous rule filing⁸. Additionally, access to any IEX Data on a Delayed basis is currently free of charge.

In order to be consistent with the practice at all other exchanges and the Securities Information Processors⁹, the Exchange proposes to modify its Fee Schedule to change the existing definitions of “Real-Time” and “Delayed” so that the interval that differentiates Delayed IEX Data from Real-Time IEX Data is fifteen (15) minutes instead of fifteen (15) milliseconds. As proposed, the Exchange will change the definition of “Real-Time” to “IEX market data that is accessed, used, or distributed less than fifteen (15) minutes after it was made available by the Exchange” and the definition of “Delayed” to “IEX market data

⁸ See Securities Exchange Act Release No. 101231 (October 2, 2024), 89 FR 81608 (October 8, 2024) (SR-IEX-2024-20).

⁹ See, e.g., NYSE Comprehensive Market Data Policies, Section 7 (Delayed Data Policy), available at https://www.nyse.com/publicdocs/data/Policy-ComprehensivPackage_PDP.pdf; Cboe Global Markets North American Data Policies, Section 5 (Delayed Data), available at https://cdn.batstrading.com/resources/membership/Market_Data_Policies.pdf; Nasdaq U.S. Equities and Options Data Policies, Section 4 (Delayed Data), available at <https://www.nasdaqtrader.com/content/AdministrationSupport/Policy/USEquitiesandOptionsDataPolicies.pdf>; Consolidated Tape Association Delayed Market Data (Network A and Network B) Policy, available at https://www.ctaplan.com/publicdocs/ctaplan/Policy_Delayed_Market_Data.pdf; and Unlisted Trading Privileges Data Policies, available at <https://utpplan.com/DOC/Datapolicies.pdf>.

that is accessed, used, or distributed at least fifteen (15) minutes after it was made available by the Exchange”. As proposed, there will be no changes to the fees charged by the Exchange for IEX Data. However, the Exchange notes that by changing the definitions of “Real-Time” and “Delayed”, recipients of IEX Data who currently receive IEX Data that is delayed by at least fifteen (15) milliseconds and less than fifteen (15) minutes for free will henceforth be considered to be in receipt of Real-Time IEX Data, and will therefore be considered a Data Subscriber¹⁰ subject to the applicable fees in the Fee Schedule for Real-Time IEX Data. However, should such recipients of IEX Data choose to instead subscribe to IEX Data that is delayed by at least fifteen (15) minutes, they will not be considered Data Subscribers, and will not owe the Exchange any fees for receipt of the Delayed Data.

As proposed, the Exchange will modify its definitions of “Real-Time” and “Delayed” so that they are consistent with the practice at all other exchanges and the SIPs¹¹; specifically, so that the delay interval is fifteen (15) minutes instead of fifteen (15) milliseconds. Based on its experience charging fees for IEX Data, the Exchange believes that the current delay interval is too short to be a meaningful differentiator between Real-Time and Delayed IEX Data, and thereby enables market participants to receive IEX Data from vendors that is near Real-Time without compensating IEX for such IEX Data.¹²

The Exchange also believes that changing the definitions of “Real-Time” and “Delayed” as proposed, so that they are aligned with those of the other exchanges and the SIPs, will make IEX Data easier to administrate and will help the Exchange’s market data

¹⁰ See supra note 3.

¹¹ See supra note 9.

¹² Distributors of Delayed IEX Data may charge a fee for the data, but that fee is not payable to IEX.

subscribers better differentiate between Real-Time and Delayed IEX Data.

Further, the Exchange also believes that by changing the definitions of “Real-Time” and “Delayed” as proposed, it will not impede its objective of enabling broad access to IEX Data that is still timely and useful without incurring any fees, since the fifteen (15) minute delay interval has long been the accepted standard used by all the other exchanges and SIPs for delayed market data that is offered free of charge. The Exchange also notes that fifteen (15) minute delayed data feeds are often used by brokerage firms¹³ and online distributors of market data¹⁴ to provide stock quote information free of charge.

The Exchange estimates that under the current definitions of “Real-Time” and “Delayed”, the Exchange recoups approximately 27% of the costs required to provide IEX Data. However, IEX is unable to predict how much additional revenue, if any, the Exchange may receive as a result of the proposed changes from Data Subscribers whose receipt of IEX Data that is currently classified as Delayed (because it was received subject to a delay of between 15 milliseconds and 15 minutes) would become subject to IEX fees for receipt of Real-Time IEX Data. More specifically, such Data Subscribers may choose instead to subscribe to IEX Data that is delayed by at least fifteen (15) minutes, which will, as proposed, continue to be free of charge. In connection with this proposal, the Exchange conducted a review of its costs and potential anticipated revenues to determine whether the current fee structure continues to be appropriate. Based on that review, IEX determined

¹³ See, e.g., Interactive Brokers Receive Delayed Market Data, available at <https://www.ibkrguides.com/traderworkstation/receive-delayed-market-data.htm> (“Clients have the option to receive delayed market data for contracts to which they do not currently hold market data subscriptions.”).

¹⁴ See, e.g., MarketWatch Market Data Terms of Use, available at <https://www.marketwatch.com/site/investing-terms-of-use> (“comprehensive quotes and volume reflect trading in all markets and are delayed at least 15 minutes.”).

that any additional revenue that arises from this proposal will not be material. Thus, IEX believes that the existing fee structure continues to be appropriate, and an updated cost analysis is not required at this time. The Exchange will continue to periodically conduct a review of its costs and revenues associated with providing IEX Data to inform its decision making on whether additional fee changes are appropriate, with respect to whether revenues continue to fail to cover market data costs, or in the event that revenue exceeds its market data costs plus a reasonable mark-up. In the event that the Exchange determines to propose a fee change, the results of a timely review, including an updated cost estimate, will be included in a rule filing proposing such fee change.

(b) Statutory Basis

IEX believes that the proposed rule change is consistent with the provisions of Section 6(b)¹⁵ of the Act in general and furthers the objectives of Section 6(b)(4)¹⁶ 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 other persons using its facilities. The Exchange also believes that the proposed changes promote just and equitable principles of trade and will not be unfairly discriminatory, consistent with the objectives of Section 6(b)(5)¹⁷ of the Act.

IEX believes that the proposed rule change is consistent with charging fees that are reasonable, fair, and equitable, and not unfairly discriminatory because the proposed rule change does not change the level of fees that the Exchange currently charges. While some

¹⁵ 15 U.S.C. 78f(b).

¹⁶ 15 U.S.C. 78f(b)(4).

¹⁷ 15 U.S.C. 78f(b)(5).

Data Subscribers or market participants that currently receive IEX Data for free because it is delayed by at least 15 milliseconds may be subject to fees for receipt of IEX Data within that time frame pursuant to this proposed rule change, those Data Subscribers or market participants could continue to receive IEX Data for free if it is delayed by at least 15 minutes. And such fees will continue to not depend on any distinctions between or among Members, customers, broker-dealers, or any other entity, because they are solely determined by the individual market participant's choices based on their business needs.¹⁸ Further, the Exchange's fees will still be designed to align fees with services provided and will minimize barriers to entry by providing IEX Data for free after at least fifteen (15) minutes, consistent with all other exchanges and the SIPs.¹⁹

The Exchange further believes that the proposed rule change is consistent with charging fees that are reasonable, fair, equitable, and not unfairly discriminatory because the Exchange's fees will continue to apply to all Data Subscribers in the same manner based on the type of market data needed. All similarly situated market participants will continue to be subject to the same fees. The fees will also continue to not depend on any distinctions between or among Members, customers, broker-dealers, or any other entity, because they are solely determined by the individual market participant's business needs.

Additionally, the Exchange believes that the proposed rule change is consistent with Section 11A of the Exchange Act in that it is designed to facilitate the economically efficient execution of securities transactions, fair competition among brokers and dealers,

¹⁸ As discussed in the Purpose section, the Exchange notes that it is not possible to estimate the fee decisions, or corresponding IEX revenue changes, that may be made by individual market participants.

¹⁹ See supra note 9.

exchange markets and markets other than exchange markets, and the practicability of brokers executing investors' orders in the best market. As noted above, the proposed rule change does not change the fees currently charged by the Exchange, so subscribers of IEX Data will have the option of (1) receiving Real-Time IEX Data for the same low, cost-based fee; (2) receiving Delayed IEX Data with a delay interval of fifteen (15) minutes instead of fifteen (15) milliseconds from a third party free of charge;²⁰ or (3) receiving IEX Data on a T+1 basis using IEX's HIST data product free of charge.²¹ Therefore, the Exchange will continue to enable a broad range of market participants to receive IEX Data, thereby facilitating the economically efficient execution of securities transactions on IEX, fair competition between and among such Members, and the practicability of Members that are brokers executing investors' orders on IEX.

Finally, as discussed in the Purpose section, the proposed changes to the definitions of Delayed and Real-Time IEX Data are consistent with definitions of such terms utilized by other national securities exchanges pursuant to effective rule filings pursuant to Section 19(b) of the Act. Thus, the Exchange does not believe that the proposed rule change raises any new or novel issues not already considered by the Commission.

For the foregoing reasons, the Exchange believes that the proposed rule change is consistent with charging fees that are reasonable, fair, equitable, and not unfairly discriminatory.

4. Self-Regulatory Organization's Statement on Burden on Competition

The Exchange does not believe that the proposed rule change will result in any

²⁰ See supra note 12.

²¹ Historical Data ("HIST") is a data product that offers historical data. See IEX Rule 11.330(a)(5).

burden on intramarket or intermarket competition that is not necessary or appropriate in furtherance of the purposes of the Act.

The Exchange does not believe that the proposed rule change will impose any burden on intermarket competition that is not necessary or appropriate in furtherance of the purposes of the Act since the proposed rule change will not change the fees charged by the Exchange. Thus, the Exchange's fees will continue to be based on actual costs and be designed to enable the Exchange to recoup its applicable costs with the possibility of a reasonable profit. Competing equities exchanges are free to adopt comparable fee structures subject to the SEC rule filing process.

The Exchange also does not believe that the proposed rule change will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act because all market participants are entitled to receive IEX Data free of charge after at least a fifteen (15) minute delay, consistent with all other exchanges and the SIPs²². Continuing to provide a commercially viable free data feed to Data Subscribers is designed to avoid creating barriers to entry for smaller Members, thereby promoting intramarket competition. In addition, since the fees charged by the Exchange are not changing, the proposed rule change will not cause the Exchange's fees to operate as a barrier to entry for any other Members or impose a significant business cost burden on any other Members relative to their levels of business activity.

5. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

Written comments were neither solicited nor received.

²² See supra note 9.

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,²³ IEX has designated this proposal as establishing or changing a due, fee, or other charge imposed by the SRO on any person, whether or not the person is a member of the SRO, which renders the proposed rule change effective upon filing. However, as noted above, IEX will not implement the proposed fees until February 1, 2025.

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 under Section 19(b)(2)(B) of the Act to determine whether the proposed rule change should be approved or disapproved.²⁴

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

The proposed changes to definitions in IEX's Fee Schedule set forth in this rule filing proposal are substantially identical to the definitions of "Real-Time" and "Delayed" currently utilized by NYSE, Nasdaq, and other national securities exchanges pursuant to effective rule filings pursuant to Section 19(b) of the Act, as described in the Purpose

²³ 15 U.S.C. 78s(b)(3)(A)(ii).

²⁴ 15 U.S.C. 78s(b)(2)(B).

section.

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

Exhibit 1 – Form of Notice of the Proposed Rule Change for Publication in the Federal Register.

Exhibit 5 – Text of Proposed Rule Change.

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34 - ; File No. SR-IEX-2025-01)

Self-Regulatory Organizations; Investors Exchange LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Modify its Fee Schedule, Pursuant to IEX Rules 15.110(a) and (c), to Change the Existing Definitions of “Real-Time” and “Delayed” in Relation to its Proprietary Market Data Feeds

Pursuant to Section 19(b)(1)¹ of the Securities Exchange Act of 1934 (the “Act”)² and Rule 19b-4 thereunder,³ 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. Self-Regulatory Organization’s Statement of the Terms of Substance of the Proposed Rule Change

Pursuant to the provisions of Section 19(b)(1) under the Act,⁴ and Rule 19b-4 thereunder,⁵ the Exchange is filing with the Commission a proposed rule change to modify its Fee Schedule, pursuant to IEX Rules 15.110(a) and (c), to change the existing definitions of “Real-Time” and “Delayed” in relation to its proprietary market data feeds,

¹ 15 U.S.C. 78s(b)(1).

² 15 U.S.C. 78a.

³ 17 CFR 240.19b-4.

⁴ 15 U.S.C. 78s(b)(1).

⁵ 17 CFR 240.19b-4.

so that the interval that differentiates Delayed IEX Data from Real-Time IEX Data is fifteen (15) minutes instead of fifteen (15) milliseconds. IEX intends to implement the proposed changes beginning on February 1, 2025 to provide an opportunity for Data Subscribers⁶ to update their IEX market data subscriptions to suit their particular market data needs.

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. Self-Regulatory Organization's Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

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. Self-Regulatory Organization's Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

1. Purpose

The Exchange proposes to modify its Fee Schedule⁷ to change the existing

⁶ "Data Subscriber" means any natural person or entity that receives Real-Time IEX market data either directly from the Exchange or from another non-affiliated Data Subscriber. A Data Subscriber must enter into a Data Subscriber Agreement with IEX in order to receive Real-Time IEX market data. A natural person or entity that receives Real-Time IEX market data from an affiliated Data Subscriber is subject to the Data Subscriber Agreement of such affiliated Data Subscriber.

⁷ See IEX Fee Schedule, available at <https://www.iexexchange.io/resources/trading/fee-schedule>.

definitions for “Real-Time” and “Delayed” in relation to its proprietary market data feeds. IEX intends to implement the proposed changes beginning on February 1, 2025.

Currently, the Exchange offers three proprietary market data feeds TOPS⁸, DEEP⁹, and DEEP+¹⁰ (“IEX Data”), each of which can be received on a Real-Time or Delayed basis. As specified in the Fee Schedule, “Real-Time” is defined as “IEX market data that is accessed, used, or distributed less than fifteen (15) milliseconds after it was made available by the Exchange”, and “Delayed” is defined as “IEX market data that is accessed, used, or distributed at least fifteen (15) milliseconds after it was made available by the Exchange”. The Exchange notes that it only directly offers Real-Time IEX Data and not Delayed IEX Data, which may instead be obtained from another Data Subscriber, such as a market data provider. The Exchange currently charges a flat fee of \$500/month for access to Real-Time TOPS and \$2,500/month for access to Real-Time DEEP, regardless of whether the data is received directly from the Exchange or from another Data Subscriber. Access to Real-Time DEEP+ is currently free of charge for an initial incentive period, as described further in a previous rule filing¹¹. Additionally, access to any IEX Data on a Delayed basis is currently free of charge.

In order to be consistent with the practice at all other exchanges and the

⁸ TOPS is an uncompressed data feed that provides aggregated top of book quotations for all displayed orders resting on the Order Book and execution information (i.e., last sale information) for executions on the Exchange. See IEX Rule 11.330(a)(1).

⁹ DEEP is an uncompressed data feed that provides aggregated depth of book quotations for all displayed orders resting on the Order Book at each price level, and execution information (i.e., last sale information) for executions on the Exchange. See IEX Rule 11.330(a)(2).

¹⁰ DEEP+ is an uncompressed data feed that provides order-by-order depth of book quotations for all displayed orders resting on the Order Book at each price level, and execution information (i.e., last sale information) for executions on the Exchange. See IEX Rule 11.330(a)(3).

¹¹ See Securities Exchange Act Release No. 101231 (October 2, 2024), 89 FR 81608 (October 8, 2024) (SR-IEX-2024-20).

Securities Information Processors¹², the Exchange proposes to modify its Fee Schedule to change the existing definitions of “Real-Time” and “Delayed” so that the interval that differentiates Delayed IEX Data from Real-Time IEX Data is fifteen (15) minutes instead of fifteen (15) milliseconds. As proposed, the Exchange will change the definition of “Real-Time” to “IEX market data that is accessed, used, or distributed less than fifteen (15) minutes after it was made available by the Exchange” and the definition of “Delayed” to “IEX market data that is accessed, used, or distributed at least fifteen (15) minutes after it was made available by the Exchange”. As proposed, there will be no changes to the fees charged by the Exchange for IEX Data. However, the Exchange notes that by changing the definitions of “Real-Time” and “Delayed”, recipients of IEX Data who currently receive IEX Data that is delayed by at least fifteen (15) milliseconds and less than fifteen (15) minutes for free will henceforth be considered to be in receipt of Real-Time IEX Data, and will therefore be considered a Data Subscriber¹³ subject to the applicable fees in the Fee Schedule for Real-Time IEX Data. However, should such recipients of IEX Data choose to instead subscribe to IEX Data that is delayed by at least fifteen (15) minutes, they will not be considered Data Subscribers, and will not owe the Exchange any fees for receipt of the Delayed Data.

¹² See, e.g., NYSE Comprehensive Market Data Policies, Section 7 (Delayed Data Policy), available at https://www.nyse.com/publicdocs/data/Policy-ComprehensivPackage_PDP.pdf; Cboe Global Markets North American Data Policies, Section 5 (Delayed Data), available at https://cdn.batstrading.com/resources/membership/Market_Data_Policies.pdf; Nasdaq U.S. Equities and Options Data Policies, Section 4 (Delayed Data), available at <https://www.nasdaqtrader.com/content/AdministrationSupport/Policy/USEquitiesandOptionsDataPolicies.pdf>; Consolidated Tape Association Delayed Market Data (Network A and Network B) Policy, available at https://www.ctaplan.com/publicdocs/ctaplan/Policy_Delayed_Market_Data.pdf; and Unlisted Trading Privileges Data Policies, available at <https://utpplan.com/DOC/Datapolicies.pdf>.

¹³ See supra note 6.

As proposed, the Exchange will modify its definitions of “Real-Time” and “Delayed” so that they are consistent with the practice at all other exchanges and the SIPs¹⁴; specifically, so that the delay interval is fifteen (15) minutes instead of fifteen (15) milliseconds. Based on its experience charging fees for IEX Data, the Exchange believes that the current delay interval is too short to be a meaningful differentiator between Real-Time and Delayed IEX Data, and thereby enables market participants to receive IEX Data from vendors that is near Real-Time without compensating IEX for such IEX Data.¹⁵

The Exchange also believes that changing the definitions of “Real-Time” and “Delayed” as proposed, so that they are aligned with those of the other exchanges and the SIPs, will make IEX Data easier to administrate and will help the Exchange’s market data subscribers better differentiate between Real-Time and Delayed IEX Data.

Further, the Exchange also believes that by changing the definitions of “Real-Time” and “Delayed” as proposed, it will not impede its objective of enabling broad access to IEX Data that is still timely and useful without incurring any fees, since the fifteen (15) minute delay interval has long been the accepted standard used by all the other exchanges and SIPs for delayed market data that is offered free of charge. The Exchange also notes that fifteen (15) minute delayed data feeds are often used by brokerage firms¹⁶ and online distributors of market data¹⁷ to provide stock quote

¹⁴ See supra note 12.

¹⁵ Distributors of Delayed IEX Data may charge a fee for the data, but that fee is not payable to IEX.

¹⁶ See, e.g., Interactive Brokers Receive Delayed Market Data, available at <https://www.ibkrguides.com/traderworkstation/receive-delayed-market-data.htm> (“Clients have the option to receive delayed market data for contracts to which they do not currently hold market data subscriptions.”).

¹⁷ See, e.g., MarketWatch Market Data Terms of Use, available at

information free of charge.

The Exchange estimates that under the current definitions of “Real-Time” and “Delayed”, the Exchange recoups approximately 27% of the costs required to provide IEX Data. However, IEX is unable to predict how much additional revenue, if any, the Exchange may receive as a result of the proposed changes from Data Subscribers whose receipt of IEX Data that is currently classified as Delayed (because it was received subject to a delay of between 15 milliseconds and 15 minutes) would become subject to IEX fees for receipt of Real-Time IEX Data. More specifically, such Data Subscribers may choose instead to subscribe to IEX Data that is delayed by at least fifteen (15) minutes, which will, as proposed, continue to be free of charge. In connection with this proposal, the Exchange conducted a review of its costs and potential anticipated revenues to determine whether the current fee structure continues to be appropriate. Based on that review, IEX determined that any additional revenue that arises from this proposal will not be material. Thus, IEX believes that the existing fee structure continues to be appropriate, and an updated cost analysis is not required at this time. The Exchange will continue to periodically conduct a review of its costs and revenues associated with providing IEX Data to inform its decision making on whether additional fee changes are appropriate, with respect to whether revenues continue to fail to cover market data costs, or in the event that revenue exceeds its market data costs plus a reasonable mark-up. In the event that the Exchange determines to propose a fee change, the results of a timely review, including an updated cost estimate, will be included in a rule filing proposing

<https://www.marketwatch.com/site/investing-terms-of-use> (“comprehensive quotes and volume reflect trading in all markets and are delayed at least 15 minutes.”).

such fee change.

2. Statutory Basis

IEX believes that the proposed rule change is consistent with the provisions of Section 6(b)¹⁸ of the Act in general and furthers the objectives of Section 6(b)(4)¹⁹ 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 other persons using its facilities. The Exchange also believes that the proposed changes promote just and equitable principles of trade and will not be unfairly discriminatory, consistent with the objectives of Section 6(b)(5)²⁰ of the Act.

IEX believes that the proposed rule change is consistent with charging fees that are reasonable, fair, and equitable, and not unfairly discriminatory because the proposed rule change does not change the level of fees that the Exchange currently charges. While some Data Subscribers or market participants that currently receive IEX Data for free because it is delayed by at least 15 milliseconds may be subject to fees for receipt of IEX Data within that time frame pursuant to this proposed rule change, those Data Subscribers or market participants could continue to receive IEX Data for free if it is delayed by at least 15 minutes. And such fees will continue to not depend on any distinctions between or among Members, customers, broker-dealers, or any other entity, because they are solely determined by the individual market participant's choices based on their business needs.²¹ Further, the Exchange's fees will still be designed to align fees with services

¹⁸ 15 U.S.C. 78f(b).

¹⁹ 15 U.S.C. 78f(b)(4).

²⁰ 15 U.S.C. 78f(b)(5).

²¹ As discussed in the Purpose section, the Exchange notes that it is not possible to estimate the fee decisions, or corresponding IEX revenue changes, that may be made by individual market

provided and will minimize barriers to entry by providing IEX Data for free after at least fifteen (15) minutes, consistent with all other exchanges and the SIPs.²²

The Exchange further believes that the proposed rule change is consistent with charging fees that are reasonable, fair, equitable, and not unfairly discriminatory because the Exchange's fees will continue to apply to all Data Subscribers in the same manner based on the type of market data needed. All similarly situated market participants will continue to be subject to the same fees. The fees will also continue to not depend on any distinctions between or among Members, customers, broker-dealers, or any other entity, because they are solely determined by the individual market participant's business needs.

Additionally, the Exchange believes that the proposed rule change is consistent with Section 11A of the Exchange Act in that it is designed to facilitate the economically efficient execution of securities transactions, fair competition among brokers and dealers, exchange markets and markets other than exchange markets, and the practicability of brokers executing investors' orders in the best market. As noted above, the proposed rule change does not change the fees currently charged by the Exchange, so subscribers of IEX Data will have the option of (1) receiving Real-Time IEX Data for the same low, cost-based fee; (2) receiving Delayed IEX Data with a delay interval of fifteen (15) minutes instead of fifteen (15) milliseconds from a third party free of charge²³; or (3) receiving IEX Data on a T+1 basis using IEX's HIST data product free of charge.²⁴ Therefore, the Exchange will continue to enable a broad range of market participants to

participants.

²² See supra note 12.

²³ See supra note 15.

²⁴ Historical Data ("HIST") is a data product that offers historical data. See IEX Rule 11.330(a)(5).

receive IEX Data, thereby facilitating the economically efficient execution of securities transactions on IEX, fair competition between and among such Members, and the practicability of Members that are brokers executing investors' orders on IEX.

Finally, as discussed in the Purpose section, the proposed changes to the definitions of Delayed and Real-Time IEX Data are consistent with definitions of such terms utilized by other national securities exchanges pursuant to effective rule filings pursuant to Section 19(b) of the Act. Thus, the Exchange does not believe that the proposed rule change raises any new or novel issues not already considered by the Commission.

For the foregoing reasons, the Exchange believes that the proposed rule change is consistent with charging fees that are reasonable, fair, equitable, and not unfairly discriminatory.

B. Self-Regulatory Organization's Statement on Burden on Competition

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

The Exchange does not believe that the proposed rule change will impose any burden on intermarket competition that is not necessary or appropriate in furtherance of the purposes of the Act since the proposed rule change will not change the fees charged by the Exchange. Thus, the Exchange's fees will continue to be based on actual costs and be designed to enable the Exchange to recoup its applicable costs with the possibility of a reasonable profit. Competing equities exchanges are free to adopt comparable fee structures subject to the SEC rule filing process.

The Exchange also does not believe that the proposed rule change will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act because all market participants are entitled to receive IEX Data free of charge after at least a fifteen (15) minute delay, consistent with all other exchanges and the SIPs²⁵. Continuing to provide a commercially viable free data feed to Data Subscribers is designed to avoid creating barriers to entry for smaller Members, thereby promoting intramarket competition. In addition, since the fees charged by the Exchange are not changing, the proposed rule change will not cause the Exchange's fees to operate as a barrier to entry for any other Members or impose a significant business cost burden on any other Members relative to their levels of business activity.

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

Written comments were neither solicited nor 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)²⁶ of the Act. However, as noted above, IEX will not implement the proposed fees until February 1, 2025.

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

²⁵ See supra note 12.

²⁶ 15 U.S.C. 78s(b)(3)(A)(ii).

Commission takes such action, the Commission shall institute proceedings under Section 19(b)(2)(B)²⁷ of the Act to determine whether the proposed rule change 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-IEX-2025-01 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-IEX-2025-01. 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 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

²⁷ 15 U.S.C. 78s(b)(2)(B).

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 a.m. and 3 p.m. Copies of the filing also 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-IEX-2025-01 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.²⁸

Sherry R. Haywood,

Assistant Secretary.

²⁸ 17 CFR 200.30-3(a)(12).

Exhibit 5 – Text of Proposed Rule Change

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

Investors Exchange Fee Schedule

Effective February 1, 2025[January 1, 2025]

Market Data Fees

Definitions

- “Real-Time” means IEX market data that is accessed, used, or distributed less than fifteen (15) [milliseconds]minutes after it was made available by the Exchange. IEX provides only Real-Time IEX market data to Data Subscribers. A Data Subscriber may redistribute Real-Time IEX market data that it receives from the Exchange on a Real-Time basis to a natural person or entity. Receipt of IEX market data on a Real-Time basis by an affiliate of a Data Subscriber is not subject to additional Fees beyond those paid by such Data Subscriber.¹
- “Delayed” means IEX market data that is accessed, used, or distributed at least fifteen (15) [milliseconds]minutes after it was made available by the Exchange. A Data Subscriber may redistribute Real-Time IEX market data that it receives from the Exchange on a Delayed basis to a natural person or entity. In addition, a recipient of Delayed IEX market data may further redistribute such Delayed IEX market data to a natural person or entity.
- “Data Subscriber” means any natural person or entity that receives Real-Time IEX market data either directly from the Exchange or from another non-affiliated Data Subscriber. A Data Subscriber must enter into a Data Subscriber Agreement with IEX in order to receive Real-Time IEX market data. A natural person or entity that receives Real-Time IEX market data from an affiliated Data Subscriber is subject to the Data Subscriber Agreement of such affiliated Data Subscriber.

The following fees² are assessed by IEX on market data recipients:

Service	Fee
DEEP Feed (Real-Time)	\$2,500 per month
TOPS Feed (Real-Time)	\$500 per month
DEEP+ Feed (Real-Time)	FREE ³
DEEP Feed (Delayed)	FREE
TOPS Feed (Delayed)	FREE
DEEP+ Feed (Delayed)	FREE ³

¹ The terms “affiliate” and “affiliated” have the meaning specified in Rule 12b-2 of the Exchange Act.

² The fees set forth below include only fees charged by IEX. Receipt of Real-Time IEX market data from a Data Subscriber or Delayed IEX market data from a Data Subscriber or other person may also be subject to fees agreed to between the Data Subscriber and recipient of such IEX market data.

³ These fees will be operative when the product is launched. IEX will announce the launch date by Trader Alert at least 10 business days in advance of the product launch.
