

W. Stancil Starnes
Chairman, President
and Chief Executive Officer

direct

fax

ProAssurance Corporation
100 Brookwood Place
Birmingham, AL 35209

P.O. Box 590009
Birmingham, AL 35259-0009



June 29, 2018

Mr. Brent J. Fields
Secretary
U.S. Securities and Exchange Commission
100 F Street NE
Washington, D.C. 20549

RE: SEC File No. S7-05-18
Transaction Fee Pilot for NMS Stocks, Securities Exchange Act Release No.82873
(March 14, 2018) / 83 FR 13008 (March 26, 2018)

Mr. Fields,

ProAssurance Corporation (NYSE: PRA) is writing to voice concerns with the potential implementation of the Transaction Fee Pilot (the "Pilot") that was recently proposed by the Securities and Exchange Commission (the "Commission" or "SEC") under Rule 610T of Regulation NMS.

We applaud the Commission's goal of examining the effect of equity exchange transaction fees and rebates, and changes to those fees and rebates, on order routing behavior, execution quality, and market quality. However, we believe that the design of the Pilot will disadvantage companies placed in one of the three test groups versus peer companies not selected. In fact, we believe there may be unequal price/trading treatment between companies in the test groups themselves, depending on the final design of the Pilot.

Therefore, we respectfully request that ProAssurance Corporation be excluded from the test groups, if the Commission decides to go forward with the Pilot.

Specifically, we are concerned that public companies selected for forced inclusion in the test groups will see the widening of bid-ask spreads on their shares as compared to companies not selected for the test groups. The resulting higher transaction costs would almost certainly make the test group companies' shares less attractive to investors. This hardly seems compatible with the Pilot's goals of ensuring equal treatment in the market.

Further, companies forced to participate in one of the test groups could see the cost of share repurchase programs increase, reducing the intended benefit to existing shareholders. The Pilot would also seem to have a chilling effect on follow-on stock offerings by introducing wider spreads or requiring a larger discount to then current market pricing.

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Should the Commission decide to move forward with the Pilot, we believe that including only national exchanges will further hamper efforts to obtaining meaningful data, which could bias future rulemaking. While we urge the Commission to forego the Pilot, if the Pilot is implemented, we believe it imperative that Alternative Trading Systems (“ATs”) be included in the testing so as to obtain a full range of data on the effect of transaction-based fees and rebates on trading.

Finally, the proposed two-year period for the study seems overly long, exacerbating the disproportionate harm to those companies forced into one of the three test groups.

ProAssurance Corporation strongly urges the Commission to reconsider the need for, and structure of, the Pilot given the disproportionate harm that may be inflicted on the companies placed in the test groups. Our hope is that the Commission will withdraw the proposal for the Pilot altogether, but failing that, we would again respectfully request that ProAssurance be excluded from any of the test groups.

Respectfully submitted,



W. Stancil Starnes
Chairman, President and Chief Executive Officer

WSS/lb