

December 20, 2023

c/o Vanessa A. Countryman

Secretary

U.S. Securities and Exchange Commission

100 F Street, N.E.

Washington, D.C. 205499-1090

rule-comments@sec.gov

Re: Rule Proposal No. 34-98766; File No. S7-18-23 Volume-Based Exchange Transaction Pricing for NMS Stocks

Dear Chairman Gensler, Commissioner Peirce, Commissioner Crenshaw, Commissioner Uyeda, Commissioner Lizarraga, and SEC review staff:

Thank you for the opportunity to comment on Rule Proposal No. 34-98766; File No. S7-18-23 Volume-Based Exchange Transaction Pricing for NMS Stocks.

Although undisclosed volume tier pricing for lit exchanges clearly poses conflict of interest issues between the agent and the customer, anything that might drive volume away from lit markets by eliminating any rebates to execution is rulemaking in the wrong direction. Driving all volume to lit venues has been shown to lower execution costs, increase price discovery, and improve competition. Therefore the push for lit market liquidity should be the focus of SEC rule making around equity market structure

Instead of focusing on edge cases like this one, I encourage the SEC to focus on ending all payment for order flow like behavior by implementing a 'trade-at' rule to drastically simplify S7-31-22 and on implementing the SEC level best execution S7-32-22 as a remedy for all conflicts of interest. If, for example, agency brokers had to pass all rebates and fees through to the customer while guaranteeing that they had found the lowest cost on any venue, the problem would be solved.

If agency brokers had a true best execution obligation (Not the Kabuki enforcement that FINRA maintains currently), and customers had a reporting mechanism to report and redress violations to the SEC (Not the Kabuki theater that FINRA maintains currently), it would be like SOES in the 1990s in its self-policing effect.

Therefore, although I understand and applaud the SECs efforts to increase competition and transparency, I do not support the approval of rule Proposal No. 34-98766 given the risk to driving more volume onto dark exchanges which have no oversight around volume tier payments.

Instead, I encourage the SEC to ban all off exchange trading that is not first exposed to at the very least the primary listing exchange, and to focus on best execution with the goal of driving all volume onto lit venues.

Thank you and kind regards,

Jared Albert