



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
100 F Street, N.E.
Washington, D.C. 20549

THE SECRETARY

OFFICE OF

August 31, 2020

John Carey
Senior Director, NYSE Group Inc.
New York Stock Exchange
11 Wall Street
New York, NY 10005

Re: Order Granting Approval of a Proposed Rule Change, as Modified by Amendment No. 2, to Amend Chapter One of the Listed Company Manual to Modify the Provisions Relating to Direct Listings, Securities Exchange Act of 1934, Release No. 89684 (August 26, 2020).

Dear Mr. Carey:

On August 26, 2020, the Division of Trading and Markets took action, pursuant to delegated authority, 17 CFR 200.30-3(a)(12), approving the proposed rule change, by the New York Stock Exchange LLC, to modify provisions relating to direct listings. *Order Granting Approval of a Proposed Rule Change, as Modified by Amendment No. 2, to Amend Chapter One of the Listed Company Manual to Modify the Provisions Relating to Direct Listings, Securities Exchange Act of 1934, Release No. 89684 (August 26, 2020).*

This letter is to notify you that the Commission has received, pursuant to Rule 430 of the Commission's Rules of Practice, 17 CFR 201.430, a notice of intention to petition for review of the delegated action. In accordance with Rule 431(e), the delegated action is stayed until the Commission orders otherwise.

The Office of the Secretary will notify you of any pertinent action taken by the Commission.

Sincerely,

J. Matthew DeLesDernier
Assistant Secretary