SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-106930; File No. SR-NYSE-2026-56]

Self-Regulatory Organizations; New York Stock Exchange LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Amend Article I, Sections 1.05 and 1.06 of Its Operating Agreement

November 19, 2026.

Pursuant to Section 19(b)(1)[1] of the Securities Exchange Act of 1934 ("Act")[2] and Rule 19b-4 thereunder,[3] notice is hereby given that on November 13, 2026, New York Stock Exchange LLC ("NYSE" or the "Exchange") filed with the Securities and Exchange Commission (the "Commission") the proposed rule change as described in Items I and II 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

The Exchange proposes to (a) amend Article I, Sections 1.05 and 1.06 of its operating agreement to reflect the change of the address of the registered office; (b) amend Article II, Section 2.02 of its operating agreement to reflect the deletion of "approved persons" from the rules, and (c) make certain clarifying, technical and conforming changes to the operating agreement. The proposed rule change is available on the Exchange's website at www.nyse.com and at the principal office of the Exchange.

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1 15 U.S.C. 78s(b)(1).

2 15 U.S.C. 78a.

3 17 CFR 240.19b-4.

II. Self-Regulatory Organization's Statement of the Purpose of, and 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 those statements may be examined at the places specified in Item IV below. The Exchange has prepared summaries, set forth in sections A, B, and C below, of the most significant parts 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 (a) amend Article I, Sections 1.05 (Registered Office) and 1.06 (Registered Agent) of the Fourteenth Amended and Restated Operating Agreement of the Exchange ("Operating Agreement") to reflect the change of the address of the registered office; (b) amend Article II, Section 2.02 (Rules; Supervision of Member Organizations) of the Operating Agreement to reflect the deletion of "approved persons" from the rules, and (c) make certain clarifying, technical and conforming changes to the operating agreement.

Proposed Amendments to Article I, Sections 1.05 and 1.06

The Exchange proposes to amend the Operating Agreement to make a technical change updating the address of the registered office of the registered agent in the state of New York. The changes are non-substantive technical administrative changes.

The Exchange is a limited liability company organized under the laws of the State of New York. As such, it has and maintains a registered office and registered agent in New York.[4]

[4] See N.Y. Ltd. Liab. Co. Law § 302.

Article I, Section 1.05 of the Operating Agreement provides that the address of the registered office of the Exchange in the State of New York is c/o United Agent Group Inc., 15 North Mill Street, Nyack, Rockland County, New York 10960. The Exchange proposes to amend such provision to provide that the address is c/o United Agent Group Inc., 600 Mamaroneck Avenue #400, Harrison, Westchester County, New York 10528.

Article I, Section 1.06 of the Operating Agreement provides that the address of the registered agent of the Exchange for service of process on the Exchange in the State of New York is 15 North Mill Street, Nyack, Rockland County, New York 10960. The Exchange proposes to amend such provision to provide that the address is 600 Mamaroneck Avenue #400, Harrison, Westchester County, New York 10528.

Proposed Amendments to Article II, Section 2.02

The Exchange proposes to amend Section 2.02 to remove references to "approved persons" and replace it with "Control Person" or "Associated Person", as appropriate, consistent with a recent Exchange filing amending Rule 2 ("Member," "Membership," "Member Firm," etc.).[5]

A "Control Person" is a type of associated person defined in new Rule 2(c) to include any person (other than a governmental entity) that directly or indirectly controls, is controlled by, or is under common control with a member organization if such person is a U.S. registered broker-dealer. This definition encompasses the persons previously captured by the former "approved person" definition in Rule 2(c), including persons that control a member organization, persons engaged in a securities or kindred business that is controlled by a member or member

[5] See Securities Exchange Act Release No. 106566 (October 1, 2026), 91 FR 63616 (October 6, 2026) (SR-NYSE-2026-47). The Exchange intends to revise the present filing if SR-NYSE-2026-47 is suspended by the Commission.

organization, and U.S. registered broker-dealers under common control with a member organization. Supplementary Material .30 to Rule 2 further provides that "Control Persons" include both direct and indirect owners identified on Schedules A and B to a member organization's Form BD. Rule 2.30 further provides that each Control Person agrees to submit to the jurisdiction of the Exchange and comply with applicable Exchange Rules governing Control Persons.

As proposed, the term "Control Person" would be used in the first sentence of Section 2.02 because it most closely corresponds to the persons previously covered by the former Approved Person definition. The term "Associated Person" would be used in the following sentence to refer to registered and non-registered employees of a member organization, as well as Control Persons, all of whom are included within the definition of Associated Person in Rule 2(c). The Exchange believes these are non-substantive, technical, and administrative changes that simply update Section 2.02 to reflect the current terminology used in its Rules. Consistent with this framework, Rule 2A provides that the Exchange has jurisdiction over Associated Persons, whether or not such persons are registered or exempt from registration under Exchange Rules.

To ensure that the terms remain in compliance with Exchange Rules and that there is no ambiguity as to what is meant by Control Persons or Associated Persons, the proposed changes include "as defined in the Exchange's rules."

To that end, the Exchange proposes to make the following conforming changes to the first two sentences of Section 2.02 (proposed deletions in brackets, proposed additions underlined):

In furtherance and not in limitation of the foregoing, the Board shall have general supervision over members, and member organizations of the Company ("Member Organizations") and over [approved p]Control Persons as defined in the Exchange's rules in connection with their conduct with or affecting Member Organizations. The Board may examine into the business conduct and financial condition of Member Organizations, shall have supervision over partnership and corporate arrangements and over all offices of Member Organizations, whether foreign or domestic, and over all persons employed by such Member Organizations (and may, by affirmative vote of a majority of the Directors then in office, adopt, amend or repeal rules with respect to the employment, compensation and duties of such employees), shall have supervision relating to the collection, dissemination and use of quotations and of reports of prices on the exchange operated by the Company, shall have the power to approve or disapprove of any connection or means of communication with the floor and may require the discontinuance of any such connection or means of communication, may disapprove of any member acting as a specialist or odd lot dealer, and may, by affirmative vote of a majority of the Directors then in office, adopt, amend or repeal any rules as it may deem necessary or appropriate in connection with any of the foregoing, including without limitation rules relating to: the discipline of Member Organizations[, approved persons] and [registered and non-registered employees of Member Organizations]Associated Persons as defined in the Exchange's rules for the violation of applicable law or the rules of the Company; and the arbitration of any controversy between parties who are Member

Organizations and any controversy between a Member Organization and any other person arising out of the business of such Member Organization.

Additional Proposed Amendments

The Exchange proposes to make the following non-substantive technical and conforming changes to the title, recitals and signature page of the Operating Agreement[6]:

- Update references to the "Fourteenth Amended and Restated Operating Agreement" to the "Fifteenth Amended and Restated Operating Agreement."
- Update the recitals.
- Update the date in the signature line.

2. Statutory Basis

The Exchange believes that the proposed rule change is consistent with Section 6(b) of the Exchange Act,[7] in general, and furthers the objectives of Section 6(b)(1)[8] in particular, in that it enables the Exchange to be so organized as to have the capacity to be able to carry out the purposes of the Exchange Act and to comply, and to enforce compliance by its exchange members and persons associated with its exchange members, with the provisions of the Exchange Act, the rules and regulations thereunder, and the rules of the Exchange. The Exchange also believes that the proposed rule change is consistent with Section 6(b)(5) of the Exchange Act,[9] in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with

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6 See Securities Exchange Act Release No. 84635 (November 20, 2018), 83 FR 60924 (November 27, 2018) (SR-NYSE-2018-56) (proposing to make technical and conforming changes to the title, recitals, and signature page of the Eleventh Amended and Restated Operating Agreement of the Exchange).

7 15 U.S.C. 78f(b).

8 15 U.S.C. 78f(b)(1).

9 15 U.S.C. 78f(b)(5).

persons engaged in facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system and, in general, to protect investors and the public interest.

The proposed rule change is an administrative change that does not impact the governance or ownership of the Exchange. The Exchange believes that the proposed rule change would enable the Exchange to continue to be so organized as to have the capacity to carry out the purposes of the Exchange Act and comply and enforce compliance with the provisions of the Exchange Act by its members and persons associated with its members, because identifying the registered office in New York, replacing references to an obsolete category of membership in the Exchange with references to categories defined in the Exchange Rules, and making a conforming change to the date of the Operating Agreement would contribute to the orderly operation of the Exchange by adding clarity and transparency to its rules.

The Exchange believes that the proposed rule change would remove impediments to and perfect the mechanism of a free and open market and a national market system. The proposed non-substantive and conforming changes would ensure that market participants can more easily navigate, understand and comply with its governing documents of the Exchange.

The Exchange believes that, by ensuring that such rules accurately identify the registered office in New York, do not make references to an obsolete category of membership in the Exchange, and make a conforming change to the date of the Operating Agreement, the proposed rule change would reduce potential investor or market participant confusion. The proposed non-substantive amendments also would not be inconsistent with the public interest and the protection of investors because investors will not be harmed and in fact would benefit from increased transparency and clarity, thereby reducing potential confusion.

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

The Exchange does not believe that the proposed rule change will impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Exchange Act. The proposed rule change is not intended to address competitive issues but rather is concerned solely with making technical changes in the Exchange's Operating Agreement, updating the registered office of the Exchange and replacing references to an obsolete category of membership with references to categories defined in the Exchange Rules.

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

No written comments were solicited or received with respect to the proposed rule change.

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The Exchange has filed the proposed rule change pursuant to Section 19(b)(3)(A)(iii) of the Act[10] and Rule 19b-4(f)(6) thereunder.[11] Because the proposed rule change does not: (i) significantly affect the protection of investors or the public interest; (ii) impose any significant burden on competition; and (iii) become operative prior to 30 days from the date on which it was filed, or such shorter time as the Commission may designate, if consistent with the protection of investors and the public interest, the proposed rule change has become effective pursuant to Section 19(b)(3)(A) of the Act and Rule 19b-4(f)(6)(iii) thereunder.[12]

At any time within 60 days of the filing of such proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such

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10 15 U.S.C. 78s(b)(3)(A)(iii).

11 17 CFR 240.19b-4(f)(6).

12 17 CFR 240.19b-4(f)(6)(iii). In addition, Rule 19b-4(f)(6) requires a self-regulatory organization to give the Commission written notice of its intent to file the proposed rule change at least five business days prior to the date of filing of the proposed rule change, or such shorter time as designated by the Commission. The Exchange has satisfied this requirement.

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)[13] 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-NYSE-2026-56 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-NYSE-2026-56. 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 filing 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

[13] 15 U.S.C. 78s(b)(2)(B).

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-NYSE-2026-56 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.[14]

Vanessa A. Countryman,

Secretary.

[14] 17 CFR 200.30-3(a)(12).