

Amendments underscored
Deletions [bracketed]

Rule 312. Changes Within Member Organizations

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(f) Reserved.

[(1) After the completion of a distribution of its equity or non-investment grade debt securities or those of any organization controlling the member organization or of any Material Associated Person (as used in Rule 17h-1T of the Securities Exchange Act of 1934, as amended) of the member organization, no member organization shall effect any transaction (except on an unsolicited basis) for the account of any customer in, or make any recommendation with respect to, any such security.

(2) Any member organization that makes any recommendation of any equity or non-investment grade debt security issued by any person controlled by or under common control with such member organization (other than a Material Associated Person), shall promptly disclose to such customer the existence and nature of such control at the time of recommendation and, if this disclosure is not made in writing, shall provide this disclosure in writing prior to the completion of the transaction.

(3) No corporation which has any publicly held security outstanding shall, without the prior written approval of the Exchange, dispose of any such security for its own account and no member corporation shall acquire any such security for its own account or for the account of any corporation controlling, controlled by or under common control with such member corporation except with the prior written approval of the Exchange or pursuant to the terms and provisions of such security or of any agreement between the member corporation and the holder of such security, which agreement has previously been filed with and approved by the Exchange. The Exchange will approve such a disposition or acquisition of securities unless it determines that such action will impair the financial responsibility or operational capability of the member corporation.]

[This Paragraph (f) is subject to the provisions of Paragraph (c)(vii) of Rule 800 (Basket Trading: Applicability and Definitions).]

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Rule 321. Formation or Acquisition of Subsidiaries

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••• **Supplementary Material:** -----

Information Regarding Subsidiary Companies of Member Organizations

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.24 Reserved. [Disclosure. In connection with any transactions which the member or member organization may have had with its customers, or any recommendation which the member or member organization may make to its customers, involving securities underwritten, distributed or sold by its subsidiary, full disclosure shall be made by the member or member organization to its customers of the interest of the subsidiary in such securities at that time.]

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Rule 2262. Disclosure of Control Relationship with Issuer

A member or member organization controlled by, controlling, or under common control with, the issuer of any security, shall, before entering into any contract with or for a customer for the purchase or sale of such security, disclose to such customer the existence of such control, and if such disclosure is not made in writing, it shall be supplemented by the giving or sending of written disclosure at or before the completion of the transaction.

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Rule 2269. Disclosure of Participation or Interest in Primary or Secondary Distribution

A member or member organization that is acting as a broker for a customer or for both such customer and some other person, or a member or member organization that is acting as a dealer and that receives or has promise of receiving a fee from a customer for advising such customer with respect to securities, shall, at or before the completion of any transaction for or with such customer in any security in the primary or secondary distribution of which such member or member organization is participating or is otherwise financially interested, give such customer written notification of the existence of such participation or interest.

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