

§249.1002 Form CC, for application for registration as a competing consolidator or to amend such an application or registration.

This form shall be used for application for registration as a competing consolidator, pursuant to section 11A of the Securities Exchange Act of 1934 (15 U.S.C. 78k-1) and §242.614 of this chapter, or to amend such an application or registration.

By the Commission

Dated: December 9, 2020

Vanessa A. Countryman,

Secretary

Note: The form in the following appendix will not appear in the Code of Federal Regulations.

Appendix A – Form CC

**United States
Securities and Exchange Commission
Washington, DC 20549**

**FORM CC
INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS MAY
CONSTITUTE CRIMINAL VIOLATIONS.**

Section I - Form Filing Information

Page 1 of _____

File No: FORMCC-[acronym]-YYYY-#####

{Name of Competing Consolidator} is making the filing pursuant to Rule 614 under the Securities Exchange Act of 1934

Submission Type (select one)

- Rule 614(a)(1) Initial Form CC
- Rule 614(a)(1)(iv) Withdrawal of Initial Form CC

- Rule 614(a)(2)(i) Material Amendment
- Rule 614(a)(2)(ii) Annual Report
- Rule 614(a)(3) Notice of Cessation
 - Date competing consolidator will cease to operate (mm/dd/yyyy)
- Rule 614(d)(9) System Disruption or System Intrusion Notification
 - Update to Prior Notification

Section II – General Information

- Check Box if there is a change in information previously filed.
- 1) Legal name of applicant: _____
- 2) DBA if operating under a different name than above: _____
- 3) Primary Street Address (Do not use a P.O. Box)
- 4) Street: _____
- 5) City _____, State _____ Zip Code _____
- 6) Mailing Address: Same as above
 Street: _____
 City _____, State _____ Zip Code _____
- 7) Business Telephone (###) ____ - _____
- 8) Provide the website URL of the registrant: _____
- 9) Is the applicant affiliated with a national securities exchange registered with the Commission (yes/no)
 a) If Yes, provide full name of the national securities exchange: _____
- 10) Is the applicant a broker-dealer or affiliated with a broker-dealer registered with the Commission (yes/no)
 a) If yes, provide the full name of the registered broker-dealer as stated on Form BD:
 b) SEC File No: _____
 c) CRD No: _____
- 11) If applicant is a successor (within the definition of Rule 12b-2 under the Securities Exchange Act of 1934) to a previously registered competing consolidator, please complete the following:

a) Date of Succession: mm/dd/yyyy

b) Full name/address of predecessor registrant: _____

12) Legal Status (select one):

a. Sole Proprietorship

b. Corporation

c. Partnership

d. Limited Liability Company

e. Other (Specify): _____

If other than a sole proprietor, please provide the following:

f. Date entity obtained legal status (e.g., date of incorporation) (mm/dd/yyyy).

g. State/country of formation: {pick list}

h. Statute under which entity was organized _____

Section III: Business Organization

All Exhibits-Consolidated Document Attachment: The competing consolidator may choose to provide a consolidated document containing all Exhibits or individual documents for each Exhibit. If providing individual documents, use the attachment buttons in the Exhibit Table. If providing a consolidated document, please use the attachment buttons here:

13) Attach as **Exhibit A** to this application a list of any person as defined in Section 3(a)(9) of the Securities Exchange Act of 1934 (see also Section 3(a)(19) of the Securities Exchange Act of 1934) who owns 10 percent or more of applicant's stock or who, either directly or indirectly, through agreement or otherwise, in any other manner, may control or direct the management or policies of the competing consolidator. Include the full name and title of each such person and attach a copy of the agreement or, if there is none written, describe the agreement or basis upon which such person exercises or may exercise such control or

direction. Alternatively, if applicant is a broker-dealer, or is affiliated with a broker-dealer, you may provide the Schedule A of Form BD relating to direct owners and executive officers. If the applicant is an affiliate of a national securities exchange, you may provide Exhibit K of Form 1 relating to owners, shareholders, or partners that are not also members of the exchange.

In lieu of filing this Exhibit A (or providing Schedule A of Form BD or Exhibit K of Form 1, whichever may be applicable), [name of entity] certifies that the information requested under this Exhibit is available at the Internet website below and is accurate as of the date of this filing. URL _____

14) Attach as **Exhibit B** to this application a list of the present officers, directors, governors (and, in the case of an applicant that is not a corporation, the members of all standing committees grouped by committee), or persons performing functions similar to any of the foregoing, of the competing consolidator. For each person provide (a) Name (last, first, middle); (b) Title (if any) and area of responsibility; (c) Length of time each present officer, director, or governor has held the same office or position, and (d) Any other business affiliations in the securities industry or securities information processing industry. Alternatively, if applicant is a broker-dealer, or is affiliated with a broker-dealer, you may provide the Schedule B of Form BD relating to indirect owners. If the applicant is an affiliate of a national securities exchange, you may provide Exhibit J of Form 1 relating to officers, governors, members of all standing committees, or persons performing similar functions.

In lieu of filing this Exhibit B (or providing Schedule B of Form BD or Exhibit J of Form 1, whichever may be applicable), [name of entity] certifies that the information

requested under this Exhibit is available at the Internet website below and is accurate as of the date of this filing. URL _____

- 15) Attach as **Exhibit C** to this application a narrative or graphic description of the organizational structure of the applicant. Note: If the securities information processing activities of the competing consolidator are conducted primarily by a division, subdivision, or other segregable entity within the applicant corporation or organization, describe the relationship of such division, subdivision, or other segregable entity within the overall organizational structure and attach as part of this Exhibit only such description as applies to the division, subdivision, or other segregable entity.
 - 16) Attach as **Exhibit D** to this application a list of all affiliates (within the definition of Rule 12b-2 under the Securities Exchange Act of 1934) of the competing consolidator and indicate the general nature of the affiliation.
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Section IV: Operational Capability

- 17) Attach as **Exhibit E** to this application a narrative description of each consolidated market data product, service or function, including connectivity and delivery options for the subscribers, and a description of all procedures utilized for the collection, processing, distribution, publication and retention of information with respect to quotations for, and transactions in, securities.
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Section V - Services and Fees

- 18) Attach as **Exhibit F** to this application a description of all consolidated market data products that are provided to subscribers.

- 19) Attach as **Exhibit G** to this application a description and identification of any fees or charges for use of the competing consolidator with respect to any consolidated market data product services, including the types of fees (e.g., subscription, connectivity), the structure of the fee (e.g., fixed, variable), variables that impact the fees, pricing differentiation among the types of subscribers, and range of fees (high and low).
- 20) Attach as **Exhibit H** to this application a description of any co-location and related services, the terms and conditions for co-location, connectivity, and related services, including connectivity and throughput options offered. Describe any other means besides co-location and related services to increase the speed of communication, including a summary of the terms and conditions for its use.
- 21) Attach as **Exhibit I** to this application a narrative description, or the functional specifications, of each consolidated market data product service or function, including connectivity and delivery options for the subscribers.

Section VI: Commission Notification of Systems Disruption or Systems Intrusion Events

A. Notification Type(s) (select all that apply)

- Systems disruption
- Systems intrusion
 - Confidential treatment is requested pursuant to Rule 24b-2(g).

B. General Information Required for 614(d)(9) filings.

- 1) Date/time systems disruption/systems intrusion event occurred: *mm/dd/yyyy hh:mm am/pm*
- 2) Duration of: *hh:mm*, or *days*
- 3) Please provide the date and time when a responsible personnel had reasonable basis to conclude the systems disruption/systems intrusion event occurred:
 mm/dd/yyyy *hh:mm am/pm*
- 4) Has the systems disruption/systems intrusion event been resolved? *yes/no*
 - a) If yes, provide date and time of resolution: *mm/dd/yyyy* *hh:mm am/pm*
- 5) Is the investigation of the event closed? *yes/no*

- a) If yes, provide date of closure: *mm/dd/yyyy*
- 6) Name(s) of system(s): _____

C. Attach as **Exhibit J** to this filing all other information regarding the systems disruption or systems intrusion as required by Rule 614(d)(9). Information required pursuant to the rule regarding systems disruption and systems intrusion shall include information relating to the event (including the system(s) affected and a summary description) and, when known, additional information relating to the event (including a detailed description, an assessment of those potentially affected, a description of the progress of corrective action and when the event has been or is expected to be resolved).

Section VII: Contact Information

Provide the following information of the contact employee at {the name of the competing consolidator} prepared to respond to questions for this submission:

First Name: _____ Last Name: _____
Title: _____
Email: _____ Telephone: _____

Section VIII: Signature Block and Consent to Service

The {Entity Name} consents that service of any civil action brought by, or notice of any proceeding before, the SEC in connection with the competing consolidator’s activities may be given by registered or certified mail or email to the competing consolidator’s contact employee at the primary street address or email address, or mailing address if different, given in Section II above. The undersigned, being first duly sworn, deposes and says that he/she has executed this form on behalf of, and with the authority of, said competing consolidator. The undersigned and {Entity Name} represent that the information and statements contained herein, including

exhibits, schedules, or other documents attached hereto, and other information filed herewith, all of which are made a part hereof, are current, true, and complete.

Date {auto fill}

{Entity Name}

By: _____

Title _____

(Digital signature)

Form CC General Instructions:

A. Use of the Form

Form CC is the form a competing consolidator must file to notify the Securities and Exchange Commission (“SEC” or “Commission”) of its activities pursuant to Rule 614 of Regulation NMS, §242.614 et seq. Filings submitted pursuant to Rule 614 shall be filed in an electronic format through an electronic form filing system (“EFFS”), a secure website operated by the Commission. Documents attached as exhibits filed through the EFFS system must be in a text-searchable format without the use of optical character recognition. If, however, a portion of a Form CC submission (e.g., an image or diagram) cannot be made available in a text-searchable format, such portion may be submitted in a non-text searchable format.

B. Need for Careful Preparation of the Completed Form, Including Exhibits

A competing consolidator must provide all of the information required by Form CC, including the exhibits, and must provide disclosure information that is accurate, current, and complete. The information in the exhibits must be provided in a clear and comprehensible manner. A filing that is incomplete or similarly deficient may be returned to the competing consolidator. Any filing so returned shall for all purposes be deemed not to have been filed with the Commission. See also Rule 0-3 under the Securities Exchange Act of 1934 (17 CFR 240.0-3).

C. When to Use the FORM CC

Form CC is comprised of 6 types of submissions to the Commission required pursuant to Rule 614 of Regulation NMS. In filling out the Form CC, a competing consolidator shall select the type of filing and provide all information required by Rule 614 of Regulation NMS. The types of submissions are:

- 1) Rule 614(a)(1) Initial Form CC: Prior to commencing operations, a competing consolidator shall file an initial Form CC and the initial Form CC must become effective.
- 2) Rule 614(a)(1)(iv) Withdrawal of Initial Form CC. During the review by the Commission of the initial Form CC, if any information disclosed in the initial Form CC is or becomes inaccurate or incomplete, the competing consolidator shall promptly withdraw the initial Form CC and may refile an initial Form CC pursuant to paragraph (a)(1).
- 3) Rule 614(a)(2)(i) Material Amendment: The competing consolidator shall file an amendment on Form CC prior to implementing a material change to the pricing, connectivity, or products offered of the competing consolidator.
- 4) Rule 614(a)(2)(ii) Annual Report: The competing consolidator shall file an Annual Report on Form CC correcting any information contained in the initial Form CC or in any previously filed amendment that has been rendered inaccurate or incomplete for any reason, and that has not previously been reported to the SEC, no later than 30 calendar days after the end of each calendar year in which the competing consolidator has operated. Competing consolidators filing the Annual Report must file a complete form, including all pages and answers to all

items, together with all exhibits. The competing consolidator must indicate which items have been amended since the last Annual Report.

- 5) Rule 614(a)(3) Notice of Cessation: The competing consolidator shall file a notice of cessation of operations at least 90 calendar days prior to the date upon ceasing to operate as a competing consolidator.
- 6) Rule 614(d)(9) Systems Disruption and System Intrusion Notification: Any competing consolidator that is not an SCI competing consolidator shall file notifications of systems disruption and system intrusion pursuant to Rule 614(d)(9).

D. Documents Comprising the Completed Form

The completed form filed with the Commission shall consist of Form CC, responses to all applicable items, and any exhibits required in connection with the filing. Each filing shall be marked on Form CC with the initials of the competing consolidator, the four-digit year, and the number of the filing for the year (e.g., FormCC-acronym-YYYY-XXX).

E. Contact Information; Signature; and Filing of Completed Form

Each time a competing consolidator submits a filing to the Commission on Form CC, the competing consolidator must provide the contact information required by Section VI of Form CC. The contact employee must be authorized to receive all contact information, communications and mailings and must be responsible for disseminating that information within the competing consolidator's organization.

In order to file Form CC through the EFFS, a competing consolidator must request access to the Commission's External Application Server. Initial requests will be received by contacting

the Division of Trading & Markets at (202) 551-5777. An email will be sent to the requestor that will provide a link to a secure website where basic profile information will be requested.

A duly authorized individual of the competing consolidator shall electronically sign the completed Form CC as indicated in Section VIII of the form.

F. Paperwork Reduction Act Disclosure

Form CC requires a competing consolidator subject to Rule 614 of Regulation NMS to provide the Commission with certain information regarding the operation of the competing consolidator, material and other changes to the operation of the competing consolidator, and notice upon ceasing operation of the competing consolidator.

An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number. Sections 3(b), 11A(a), 11A(c), 15(c), 17(a), 23(a) and 36(a) authorize the Commission to collect information on this Form CC from competing consolidators that are subject to Rule 614. See 15 U.S.C. 78c(b), 78k-1(a), 78k-1(c), 78o(c), 78q(a), 78w(a) and 78mm(a).

It is estimated that a competing consolidator will spend approximately 200.3 hours completing the initial operation report on Form CC, approximately 6.15 hours preparing each amendment to Form CC, and approximately two (2) hours preparing a cessation of operations report on Form CC. Any member of the public may direct to the Commission any comments concerning the accuracy of the burden estimate on the facing page of Form CC and any suggestions for reducing this burden.

Form CC is designed to enable the Commission to determine whether a competing consolidator subject to Rule 614 of Regulation NMS is in compliance with Rule 614 and other Federal securities laws. It is mandatory that a competing consolidator subject to Rule 614 file an

initial Form CC, file an amendment to Form CC prior to making a material change, file Annual Reports to Form CC to reflect changes not previously reported, and file notice on Form CC upon ceasing operation of the competing consolidator. It is mandatory that a competing consolidator that is not an SCI competing consolidator file with the Commission information pertaining to systems disruptions and system intrusions pursuant to Rule 614.

All reports provided to the Commission on Form CC are subject to the provisions of the Freedom of Information Act, 5 U.S.C. 522 (“FOIA”) and the Commission’s rules thereunder (17 CFR 200.80(b)(4)(iii)).

This collection of information has been reviewed by the Office of Management and Budget (“OMB”) in accordance with the clearance requirements of 44 U.S.C. 3507. The applicable Privacy Act system of records is SEC-2 and the routine uses of the records are set forth at 40 FR 39255 (August 27, 1975) and 41 FR 5318 (February 5, 1976).

G. Definitions

Unless the context requires otherwise, all terms used in this form have the same meaning as in the Securities Exchange Act of 1934, as amended, and in the rules and regulations of the Commission thereunder.

16. Amend Form SCI (referenced in §249.1900) to read as follows:

Note: The text of Form SCI does not, and the amendments will not, appear in the Code of Federal Regulations.

**United States
Securities and Exchange Commission
Washington, DC 20549**

Form SCI
