

1. Text of the Proposed Rule Change

(a) MEMX LLC (“MEMX” or the “Exchange”), pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (the “Act”)¹ and Rule 19b-4 thereunder,² is filing with the Securities and Exchange Commission (the “Commission”) a proposal to amend Rule 19.3, Criteria for Underlying Securities, and Rule 19.4, Withdrawal of Approval of Underlying Securities, to establish listing criteria and withdrawal standards for options on Commodity-Based Trusts that hold multiple crypto assets.

A notice of the proposed rule change for publication in the Federal Register is provided as Exhibit 1. The text of the proposed rule change is provided in Exhibit 5.

(b) Not applicable.

(c) Not applicable.

2. Procedures of the Self-Regulatory Organization

The proposed rule change was approved by Exchange staff pursuant to authority delegated to it by the Board of Directors of the Exchange (the “Board”). Exchange staff will advise the Board of any action taken pursuant to delegated authority. No other action is necessary for the filing of the proposed rule change.

The persons on the Exchange staff prepared to respond to questions and comments on the proposed rule change are:

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¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

3. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

a. Purpose

The Exchange proposes to amend Rule 19.3, Criteria for Underlying Securities, and Rule 19.4, Withdrawal of Approval of Underlying Securities, to establish listing criteria and withdrawal standard for options on Commodity-Based Trusts that hold multiple crypto assets.³ Specifically, the Exchange proposes to amend the criteria for listing options on Fund Shares⁴ at Rule 19.3(i) and withdrawal criteria at Rule 19.4. This a competitive filing substantively identical to a proposal submitted by another options exchange that has recently been deemed approved by the Commission.⁵

On January 7, 2026, the Exchange filed a proposal to permit certain options on Fund Shares that represent interests in a Commodity-Based Trust that meet certain generic listing requirements.⁶ Currently, Rule 19.3(i)(v)⁷ allows the Exchange to list and trade options on Fund Shares that represent interests in a Commodity-Based Trust that (A) meets the generic criteria of the U.S. exchange that is the primary equities listing

³ The Exchange notes that the rules of Chapter 19, including Rules 19.3 and 19.5, are incorporated by reference into the rulebook of its affiliate Exchange, MX2, LLC.

⁴ "Fund Shares" are defined in Rule 19.3(i).

⁵ See Securities Exchange Act Release No. 105072 (March 24, 2026) 91 FR 14894 (March 27, 2026) (SR-ISE-2025-30) (Self-Regulatory Organizations; Nasdaq ISE, LLC; Order Approving a Proposed Rule Change, as Modified by Amendment Nos. 1 and 2, Regarding the Adoption of Listing Criteria for Options on Commodity-Based Trusts That Hold Multiple Crypto Assets).

⁶ See Securities Exchange Release No. 104592 (January 13, 2026), 91 FR 2244 (January 16, 2016) (SR-MEMX-2026-01) (Notice of Filing and Immediate Effectiveness of a Proposed Rule Change To Amend Rule 19.3 To Permit the Listing and Trading of Options on Commodity-Based Trust Shares).

⁷ In connection with this filing, the Exchange is proposing to renumber the list of securities deemed appropriate for trading under 19.3(i) using lowercase roman numerals i - v, as opposed to the numbers 1-5 in an effort to avoid confusion when referencing sections of this rule and otherwise maintain consistency with the numbering throughout the Exchange's rulebook. Additionally, it is proposing to renumber the criteria required under 19.3(i)(v) (formerly 19.3(i)(5), as numbers (1) and (2), which were previously numbered (i) and (ii).

market for the Commodity-Based Trust, and (B) holds a single crypto asset that meets certain requirements.

On September 17, 2025, the Commission approved proposals by The Nasdaq Stock Market LLC, Cboe BZX Exchange, Inc. and NYSE Arca, Inc., to Adopt Generic Listing Standards for Commodity-Based Trusts.⁸ In the approval order, the Commission noted that each of the exchanges proposed to adopt substantially identical “generic” listing standards for Commodity-Based Trusts. Those generic listing standards define the term shares of a “Commodity-Based Trust” as a security⁹ that:

(1) is issued by a trust, limited liability company, partnership, or other similar entity (“Trust”) that, if applicable, is operated by a registered commodity pool operator pursuant to the Commodity Exchange Act (“CEA”), and is not registered as an investment company pursuant to the Investment Company Act of 1940, or series or class thereof;

(2) is designed to reflect the performance of one or more reference assets or an index of reference assets;

(3) in order to reflect the performance, is issued by a Trust that holds (a) one or more commodities or commodity-based assets, and (b) in addition to such commodities or commodity-based assets, may hold securities, cash, and cash equivalents;

⁸ See Securities Exchange Act Release No. 103995 (Sept. 17, 2025), 90 FR 45414 (Sept. 22, 2025) (Self-Regulatory Organizations; The Nasdaq Stock Market LLC; Cboe BZX Exchange, Inc.; NYSE Arca, Inc.; Order Granting Accelerated Approval of Proposed Rule Changes, as Modified by Amendments Thereto, To Adopt Generic Listing Standards for Commodity-Based Trust Shares)(SR-NASDAQ-2025-056; SR-CboeBZX-2025-104; SR-NYSEARCA-2025-54) (“Generic Listing Standards for Commodity-Based Trust Shares Approval”). The Exchange believes that it is appropriate to rely on the generic listing standards outlined by the primary listing market due to the potential proliferation of new primary listing markets and the Commission’s acknowledgment that the definition of shares of a Commodity-Based Trust across those primary listing markets is substantially identical.

⁹ Shares of the applicable Commodity-Based Trust trade as equity securities. See Securities Exchange Act Release No. 50603 (Oct. 28, 2004), 69 FR 64614, 64619 (Nov. 5, 2004) (SR-NYSE-2004-22) (approving the listing and trading of street TRACKS Gold Shares) (“Spot Gold Approval Order”) and ETP Request for Comments, *infra* note 20, at 34731. See also Nasdaq Rule 5711(d)(ii); proposed BZX Rule 14.11(e)(4)(B); proposed NYSE Arca Rule 8.201-E(b) (Generic) (stating that Commodity-Based Trust Shares are included within the definition of a “security” as such term is used in the Exchanges’ rules and are subject to the Exchanges’ existing rules governing the trading of equity securities).

(4) is issued by such Trust in a specified aggregate minimum number in return for a deposit of (a) a specified quantity of the underlying commodities, commodity-based assets, securities, cash, and/or cash equivalents or (b) a cash amount with a value based on the next determined net asset value per Trust share; and

(5) when aggregated in the same specified minimum number, may be redeemed at a holder's request by such Trust which will deliver to the redeeming holder (a) the specified quantity of the underlying commodities, commodity-based assets, securities, cash, and/or cash equivalents or (b) a cash amount with a value based on the next determined net asset value per Trust share.

Specifically, the Commodity-Based Trust must satisfy the following: (1) the total global supply of the underlying crypto asset held by the Commodity-Based Trust has an average daily market value of at least \$700 million over the last 12 months; and (2) the crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the Intermarket Surveillance Group (“ISG”).

At this time, the Exchange proposed to amend Rule 19.3(i)(v) to permit the listing and trading of options on a Commodity-Based Trust that holds multiple crypto assets in addition to a Commodity-Based Trust that holds a single crypto asset. As amended, Exchange Rule 19.3(i)(v) would state:

(v) represent interests in a Commodity-Based Trust that meets the generic criteria of the U.S. securities exchange that is the primary equities listing market for the Commodity-Based Trust, except that the Commodity-Based Trust holds a single crypto asset or multiple crypto assets that meets the following requirements: (1) the total global supply of each underlying crypto asset(s) held by the Commodity-Based Trust has an average daily market value of at least \$700 million over the last 12 months; and (2) each

crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the Intermarket Surveillance Group. For purposes of this number (v) in this Rule, the term “crypto asset” means an asset that is generated, issued and/or transferred using a blockchain or similar distributive ledger technology network, including but not limited to, assets known as “tokens,” “digital assets,” “virtual currencies,” and “coins” and that relies on cryptographic protocols.

With the addition of multiple crypto assets, the criteria would require each underlying crypto asset to meet the total global supply figure and to underlie a derivative contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement. The market value for each underlying crypto asset held by a Commodity-Based Trust will be calculated by taking the total global supply of the particular crypto asset multiplied by the token price of that asset.¹⁰ The total supply of a crypto asset includes all crypto assets currently issued and does not include unissued crypto assets.¹¹

As a result of this filing, the proposed listing criteria would permit a Commodity-Based Trust that is generically listed on the applicable primary listing market and holds multiple crypto assets to qualify for the listing of options on that ETF, provided

¹⁰ The market supply information can be obtained from publicly available sources such as [coingecko.com](https://www.coingecko.com) or [coinmarketcap.com](https://www.coinmarketcap.com).

¹¹ For example, if Bitcoin were the underlying crypto asset, the Exchange would consider the total supply of all Bitcoin currently issued instead of the maximum supply, which would be currently issued as well as unminted Bitcoin. As of March 10, 2026 Bitcoin’s total supply was 20,000,406 (the maximum supply is 21,000,000). *See* <https://www.coingecko.com/en/coins/bitcoin>. The Exchange would calculate market value by utilizing the total supply number multiplied by the Bitcoin price on that day

Exchange Rule 19.3(i)(v), as amended in the relevant part, has also been met, as well as the listing criteria in Exchange Rule 19.3(a) and (b), or Exchange Rule 19.3(i)(1)(B).

Similar to options on any ETF, an option on a Commodity-Based Trust that meets the requirements of Exchange Rule 19.3(i)(v) would also be subject to the Exchange's continued listing standards for options on ETFs set forth in Exchange Rule 19.4(g). Currently, pursuant to Exchange Rule 19.4(g), ETFs approved for options trading pursuant to Exchange Rule 19.3 will not be deemed to meet the requirements for continued approval, and the Exchange shall not open for trading any additional series of option contracts of the class covering that such ETFs, if the ETFs are delisted from trading pursuant to Exchange Rule 19.4(b)(4),¹² or are halted or suspended from trading in their primary market.¹³ With respect to options on Commodity-Based Trusts that are approved subject to Exchange Rule 19.3(i)(v), the Exchange proposes to amend Exchange Rule 19.4(g) to adopt a new subparagraph (3) which states, "In the case of options covering Fund Shares approved pursuant to Exchange Rule 19.3(i)(v), if the criteria in Exchange Rule 19.3(i)(v)(1) are no longer satisfied, as determined by the Exchange on a monthly basis, or if the criteria in Exchange Rule 19.3(i)(v)(2) are no longer satisfied."¹⁴ This proposed new criteria would require ETFs that are listed pursuant to Exchange Rule 19.3(i)(v) to continue to meet the requirements of Exchange Rule 19.3(i)(v)(1) and (2). Additionally, this proposed new criteria, which would also be added to Exchange Rule 19.4(g)(1), would require ETFs that are listed pursuant to

¹² Exchange Rule 19.4(b)(4) provides the Exchange will not open for trading any additional series of options on shares of an ETF if the ETF is no longer an NMS stock as defined in Rule 600 of Reg NMS under the Act.

¹³ See Exchange Rule 19.4(g).

¹⁴ The Exchange proposes to renumber the remaining paragraphs in Rule 19.4(g).

Exchange Rule 19.3(i)(1)(A)¹⁵ to continue to meet the requirements of Exchange Rule 19.4 subparagraphs (b)(1), (2), (3) and (4) of Exchange Rule 19.4. The Exchange is proposing that the criteria in Exchange Rule 19.3(i)(v)(1) be met on a monthly basis while the criteria in Exchange Rule 19.3(i)(v)(2) be met on a daily basis. The Exchange believes that requiring the criteria in Exchange Rule 19.3(i)(v)(1) to be met on a monthly basis is reasonable given that the Exchange believes that it is unlikely that a crypto asset with an average daily market value of at least \$700 million over the previous twelve months would fail to meet that standard as a result of trading over a relatively short period of time. By way of example, if a crypto asset has a market capitalization of \$900 million and traded at that market capitalization for 15 days in a 20-day trading month, the crypto asset could lose a substantial amount of its value (up to 88%) and still meet the criteria. Similarly, a crypto asset with a market capitalization of \$500 million for 15 days in a 20-day trading month, would have to achieve a market capitalization of \$1.3 billion (a 160% increase) in the last 5 days to meet the criteria. Given the unlikelihood that there would be a huge movement over a month's period of time and considering the work that would be required to calculate the criteria on a daily basis as compared to each month, the Exchange believes that the proposed continued listing obligation for the average daily market value criteria is sufficient. Further, options on Commodity-Based Trusts that are approved subject to Exchange Rule 19.3(i)(v) would continue to be subject to Exchange Rule 19.4(g)(5), as renumbered, which states that the Exchange may consider suspending open transactions in options on Fund Shares if, "such other event occurs or condition

¹⁵ The Exchange notes that it is amending incorrect references in Rules 19.4(g)(1) and 19.4(g)(2) from 19.3(i)(4)(A) and 19.3(i)(4)(B) (provisions which do not exist in the Exchange's rulebook) to 19.3(i)(1)(A) and 19.3(i)(1)(B), respectively.

exists that in the opinion of the Exchange makes further dealing in such options on MEMX Options inadvisable.” The Exchange may determine at any point to delist an option on a Commodity-Based Trust that may not have sufficient liquidity or market demand.

Consistent with current Rule 19.5, which governs the opening of options series on a specific underlying security (including ETFs), the Exchange will open at least one expiration month and one series of options on a Commodity-Based Fund Share¹⁶ at the commencement of trading on the Exchange and may also list series of options on a Commodity-Based Fund Share for trading on a weekly,¹⁷ monthly,¹⁸ or quarterly basis.¹⁹ The Exchange may also list long-term options series that expire from 12 to 39 months from the time they are listed.²⁰

Pursuant to Rule 19.5, Interpretation and Policy .01, which governs strike prices of series of options on Fund Shares, the interval of strike prices for series of options on Commodity-Based Fund Shares may be \$1 or greater where the strike price is \$200 or

¹⁶ See Rule 19.5(b) and (c). The monthly expirations are subject to certain listing criteria for underlying securities described within Rule 19.3. Monthly listings expire the third Friday of the month. The term “expiration date” (unless separately defined elsewhere in the OCC By-Laws), when used in respect of an option contract (subject to certain exceptions), means the third Friday of the expiration month of such option contract, or if such Friday is a day on which the exchange on which such option is listed is not open for business, the preceding day on which such exchange is open for business. See OCC By-Laws Article I, Section 1. Pursuant to Rule 19.5(c), additional series of options of the same class may be opened for trading on the Exchange when the Exchange deems it necessary to maintain an orderly market, to meet customer demand or when the market price of the underlying stock moves more than five strike prices from the initial exercise price or prices. New series of options on an individual stock may be added until the beginning of the month in which the options contract will expire. Due to unusual market conditions, the Exchange, in its discretion, may add a new series of options on an individual stock until the close of trading on the business day prior to expiration.

¹⁷ See Rule 19.5, Interpretation and Policy .05.

¹⁸ See Rule 19.5, Interpretation and Policy .08.

¹⁹ See Rule 19.5, Interpretation and Policy .04.

²⁰ See Rule 19.7.

less or \$5 or greater where the strike price is over \$200.²¹ Additionally, the Exchange may list series of options pursuant to the \$1 Strike Price Interval Program,²² the \$0.50 Strike Program,²³ the \$2.50 Strike Price Program,²⁴ and the \$5 Strike Program.²⁵ Pursuant to Rule 21.5, where the price of a series of a Commodity-Based Fund Share option is less than \$3.00, the minimum increment will be \$0.05, and where the price is \$3.00 or higher, the minimum increment will be \$0.10.²⁶ Any and all new series of Commodity-Based Fund Share options that the Exchange lists will be consistent and comply with the expirations, strike prices, and minimum increments set forth in Rules 19.5 and 21.5, as applicable.

Options on Commodity-Based Trusts that may be listed pursuant to proposed Rule 19.3(i)(v) will trade in the same manner as options on other ETFs on the Exchange. The Exchange Rules that currently apply to the listing and trading of all Fund Share options on the Exchange, including, for example, Rules that govern listing criteria, expirations, exercise prices, minimum increments, position and exercise limits, margin requirements, customer accounts, and trading halt procedures will apply to the listing and trading of options on Commodity-Based Trusts that are approved subject to Rule 19.3(i)(v) in the same manner.

²¹ The Exchange notes that for options listed pursuant to the Short Term Option Series Program, Rule 19.5, Interpretation and Policy .08 sets forth intervals between strike prices on Short Term Option Series.

²² See Rule 19.5, Interpretations and Policies .01 and .02.

²³ See Rule 19.5, Interpretation and Policy .06.

²⁴ See Rule 19.5, Interpretation and Policy .03.

²⁵ See Rule 19.5(d)(5).

²⁶ If options on a Commodity-Based Trust are eligible to participate in the Penny Interval Program, the minimum increment will be \$0.01 for series with a price below \$3.00 and \$0.05 for series with a price at or above \$3.00. See Rule 21.5(d) (which describes the requirements for the Penny Interval Program).

Position and exercise limits for options, including options on Commodity-Based Trust Shares, are determined pursuant to Rules 18.7 and 18.9, respectively. Position and exercise limits for options on ETFs vary according to the number of outstanding shares and the trading volumes of the underlying security over the past six months, where the largest in capitalization and the most frequently traded funds have an option position and exercise limit of 250,000 contracts (with adjustments for splits, re-capitalizations, etc.) on the same side of the market; and smaller capitalization funds have position and exercise limits of 200,000, 75,000, 50,000 or 25,000 contracts (with adjustments for splits, re-capitalizations, etc.) on the same side of the market.²⁷ Further, the Exchange notes that Rule 28.3, which governs margin requirements applicable to the trading of all options on the Exchange, including options on ETFs, will also apply to the trading of options on Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v).

The Exchange represents it has an adequate surveillance program in place for options and intends to apply those same program procedures to options on Commodity-Based Trusts that may be listed pursuant to proposed Rule 19.3(i)(v) that it applies to the Exchange's other options products.²⁸ The Exchange believes that existing surveillance procedures are designed to deter and detect possible manipulative behavior which might potentially arise from listing and trading the proposed options on Commodity-Based Trusts. Additionally, the Exchange is a member of the Intermarket Surveillance Group ("ISG") under the Intermarket Surveillance Group Agreement. ISG members work together to coordinate surveillance and investigative information sharing in the stock,

²⁷ See Exchange Rules 18.7 and 18.9.

²⁸ The surveillance program includes surveillance patterns for price and volume movements as well as patterns for potential manipulation (e.g., spoofing and marking the close).

options, and futures markets. In addition, the Exchange has a Regulatory Services Agreement with the Financial Industry Regulatory Authority (“FINRA”) for certain market surveillance, investigation and examinations functions. Pursuant to a multi-party 17d-2 joint plan, all options exchanges allocate amongst themselves and FINRA responsibilities to conduct certain options-related market surveillance that are common to rules of all options exchanges.²⁹ Further, the Exchange will implement any new surveillance procedures it deems necessary to effectively monitor the trading of options on Commodity-Based Trusts pursuant to proposed Rule 19.3(i)(v).

The Exchange has also analyzed its capacity and represents that it believes the Exchange and the Options Price Reporting Authority (“OPRA”) have the necessary systems capacity to handle the additional traffic associated with the listing of new series of options on ETFs, including on Commodity-Based Trusts pursuant to proposed Rule 19.3(i)(v), up to the number of expirations currently permissible under the Rules. The Exchange believes any additional traffic generated from the trading of options on Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v) would be manageable. The Exchange represents that Exchange members will not have a capacity issue as a result of this proposed rule change.

²⁹ Section 19(g)(1) of the Act, among other things, requires every self-regulatory organization (“SRO”) registered as a national securities exchange or national securities association to comply with the Act, the rules and regulations thereunder, and the SRO’s own rules, and, absent reasonable justification or excuse, enforce compliance by its members and persons associated with its members. See 15 U.S.C. 78q(d)(1) and 17 CFR 240.17d-2. Section 17(d)(1) of the Act allows the Commission to relieve an SRO of certain responsibilities with respect to members of the SRO who are also members of another SRO (“common members”). Specifically, Section 17(d)(1) allows the Commission to relieve an SRO of its responsibilities to: (i) receive regulatory reports from such members; (ii) examine such members for compliance with the Act and the rules and regulations thereunder, and the rules of the SRO; or (iii) carry out other specified regulatory responsibilities with respect to such members.

Further, quotation and last sale information for Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v) is available via the Consolidated Tape Association (“CTA”) high speed line. Quotation and last sale information for such securities is also available from the exchange on which such securities are listed. Quotation and last sale information for options on Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v) will be available via OPRA³⁰ and major market data vendors. Finally, the Exchange currently lists options on Fund Shares that would qualify for listing as an option a Commodity-Based Trust pursuant to proposed Rule 19.3(i)(v),³¹ and it has not identified any issues with the listing of options on those ETFs.

b. Statutory Basis

The Exchange believes the proposed rule change is consistent with the Act and the rules and regulations thereunder applicable to the Exchange and, in particular, the requirements of Section 6(b) of the Act.³² Specifically, the Exchange believes the proposed rule change is consistent with the Section 6(b)(5)³³ requirements that the rules of an exchange be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in regulating, clearing, settling, processing information with respect to,

³⁰ Last sale reports and quotations are the core of the information that OPRA disseminates. OPRA also disseminates certain other types of information with respect to the trading of options on the markets of the OPRA participants, such as the number of options contracts traded, open interest and end of day summaries. OPRA also disseminates certain kinds of administrative messages.

³¹ The following Fund Shares currently have options listed on them on the Exchange: the Fidelity Wise Origin Bitcoin Fund, the ARK 21Shares Bitcoin ETF, the iShares Bitcoin Trust, the Fidelity Ethereum Fund; the Grayscale Bitcoin Trust, the Grayscale Bitcoin Mini Trust, the Bitwise Bitcoin ETF, the Bitwise Ethereum ETF, the Grayscale Ethereum Trust, the Grayscale Ethereum Mini Trust, and the iShares Ethereum Trust.

³² 15 U.S.C. 78f(b).

³³ 15 U.S.C. 78f(b)(5).

and 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. Additionally, the Exchange believes the proposed rule change is consistent with the Section 6(b)(5)³⁴ requirement that the rules of an exchange not be designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

In particular, the Exchange believes that its proposal to permit Commodity-Based Trust Shares that hold multiple crypto assets to be listed and traded without the need for additional approvals, will remove impediments to and perfect the mechanism of a free and open market and a national market system and, in general, protect investors because it would allow the Exchange to immediately list and trade qualifying options on Commodity-Based Trusts, provided the initial listing criteria has been met, without any additional approvals from the Commission.

Specifically, the Exchange's proposal to adopt Exchange Rule 19.3(i)(v) to allow the listing and trading of options on units that represent interests in Commodity-Based Trusts that meet the generic listing standards for Commodity-Based Trust Shares of the applicable primary listing market,³⁵ and hold multiple crypto assets in addition to single crypto assets, is consistent with the Act because it will permit the Exchange to offer options on Commodity-Based Trusts soon after the listing of the ETF on the primary listing market, provided that all the generic listing standards for that Commodity-Based Trust on that primary listing market have been met. Listing these options will avail

³⁴ Id.

³⁵ See supra note 8.

market participants of the opportunity to hedge their positions in the Commodity-Based Trusts in a timely manner, thereby providing investors with the ability to hedge their exposure to the underlying Commodity-Based Trust. Options on Commodity-Based Trusts benefits investors, similar to the listing of any other option on an ETF, by providing investors with a relatively lower-cost risk management tool to manage their positions and associated risk in their portfolios more easily in connection with exposure to the price of a crypto asset. Additionally, listing options on Commodity-Based Trusts provides investors with the ability to transact in such options on a listed market as opposed to the OTC options market, which increases market transparency and enhances the process of price discovery to the benefit of all investors.

Also, this proposal would permit options on Commodity-Based Trusts to be listed on the Exchange in the same manner as all other securities that are subject to the current listing criteria in Exchange Rule 19.3(i). The Exchange notes that the majority of ETFs are able to list and trade options once the initial listing criteria have been met without the need for additional approvals. The proposed rule change would allow options on certain Commodity-Based Trusts to likewise list and trade options once the initial listing criteria on the primary listing market have been met without the need for additional approvals.

As proposed, the Exchange would list options in a Commodity-Based Trust that met the generic criteria of the applicable primary listing market, provided the Commodity-Based Trust held multiple crypto assets. Further, each crypto asset held by the Commodity-Based Trust would also be required to satisfy the conditions in proposed Exchange Rule 19.3(i)(v), which requires that (1) the total global supply of each underlying crypto asset held by the Commodity-Based Trust has an average daily market

value of at least \$700 million over the last 12 months; and (2) each crypto asset held by the Commodity-Based Trust underlie a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the ISG.

These requirements are consistent with the Act and the protection of investors as they should ensure that each crypto asset held by the underlying ETF has sufficient liquidity prior to listing options, which will serve to prevent disruption to the underlying market. The Exchange believes that market supply serves as a good measure of liquidity to permit options trading in options on Commodity-Based Trusts that holds multiple crypto assets. Requiring each underlying crypto asset to have a requisite amount of deliverable supply, in addition to all the other criteria the ETF is required to have under the applicable primary listing market rules, should ensure adequate liquidity prior to listing. Further, ensuring each crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the ISG, will provide the Exchange with information to adequately surveil options on qualifying Commodity-Based Trusts. Today, the Exchange has a comprehensive surveillance sharing agreement in place with both the CME and Coinbase Derivatives through its common membership in ISG. This facilitates the sharing of information that is available to the CME and Coinbase Derivatives through their surveillance of their respective markets, including their surveillance of their respective digital asset futures markets.

The Exchange also believes the proposed rule change will remove impediments to and perfect the mechanism of a free and open market and a national market system, because it is consistent with current Exchange Rules, previously filed with the Commission. Options on qualifying Commodity-Based Trusts must satisfy the initial listing standards and continued listing standards currently in the Exchange Rules applicable to options on all ETFs, including ETFs that hold other crypto assets already deemed appropriate for options trading on the Exchange in addition to the proposed criteria. Options on qualifying Commodity-Based Trusts would trade in the same manner as any other ETF options - the same Exchange rules that currently govern the listing and trading of all ETF options, including permissible strike prices and minimum increments, and applicable position and exercise limits and margin requirements, will govern the listing and trading of options on qualifying Commodity-Based Trust.

Further, the proposal adopts new subparagraph (3) to Rule 19.4(g) which will require each crypto asset held by a Commodity-Based Trust to continue to meet the requirement of Exchange Rule 19.3(i)(v)(1) on a monthly basis and for the criteria in Exchange Rule 19.3(i)(v)(2) to be met on a continuous basis. Accordingly, each crypto asset held by a Commodity-Based Trust must continue to have a total global supply with an average daily market value of at least \$700 million over the last 12 months, and also must continue to underlie a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the ISG. The Exchange believes that this continued listing standard, in addition to requirements of Rule 19.3(i) would protect investors and the public interest by ensuring that the crypto assets held by the Commodity-Based Trust

continue to remain liquid. The Exchange believes that requiring the criteria in Exchange Rule 19.3(i)(v)(1) on a monthly basis is consistent with the Act and the protection of investors given that the Exchange believes that it is unlikely that a crypto asset with an average daily market value of at least \$700 million over the previous twelve months would fail to meet that standard as a result of trading over a relatively short period of time. Given the unlikelihood that there would be a huge movement over a month's period of time and considering the work that would be required to calculate the criteria on a daily basis as compared to each month, the Exchange believes that the proposed continued listing obligation for the average daily market value criteria is sufficient. Further, options on Commodity-Based Trusts that are approved subject to Exchange Rule 19.3(i)(v) would continue to be subject to exchange Rule 19.4(g)(5), as renumbered, which states that the Exchange may consider suspending open transactions in options on an ETF if, "such other event occurs or condition exists that in the opinion of the Exchange makes further dealing in such options on the Exchange inadvisable." The Exchange may determine at any point to delist an option on a Commodity-Based Trust that may not have sufficient liquidity or market demand.

Options on qualifying Commodity-Based Trusts would trade in the same manner as any other ETF options — the same Exchange Rules that currently govern the listing and trading of all ETF options, including permissible expirations, strike prices and minimum increments, and applicable position and exercise limits and margin requirements, will govern the listing and trading of options on qualifying Commodity-Based Trusts.

The Exchange represents that it has the necessary systems capacity to support the listing and trading of options on qualifying Commodity-Based Trusts. The Exchange believes that its existing surveillance and reporting safeguards are designed to deter and detect possible manipulative behavior which might arise from listing and trading of these options on Commodity-Based Trust, particularly in light of the additional requirement that each crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in ISG.

Finally, today, the Exchange lists and trades options on ETFs that would qualify for listing as an option on a Commodity-Based Trust under proposed Rule 19.3(i)(v),³⁶ and it has not identified any issues with the listing and trading of options on those ETFs.

4. 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 Act. In this regard and as indicated above, the Exchange notes that the rule change is being proposed as a competitive response to the filing submitted by ISE.³⁷ The Exchange does not believe that the proposal to amend the listing criteria at Exchange Rule 19.3(i)(v), with respect to ETFs, to adopt new criteria to permit the listing and trading of options on certain Commodity-Based Trusts that hold multiple crypto assets and that were listed pursuant to the generic listing standards for Commodity-Based Trust Shares of the applicable primary listing market, without the need for additional approvals,

³⁶ See supra note 31.

³⁷ See supra note 5.

will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act. Options on qualifying Commodity-Based Trusts would need to satisfy the initial listing standards set forth in the Exchange Rules in the same manner as any other ETF before the Exchange could list options on them.

Additionally, options on qualifying Commodity-Based Trusts will be equally available to all market participants who wish to trade such options. The Exchange Rules currently applicable to the listing and trading of options on ETFs on the Exchange will apply in the same manner to the listing and trading of all options on qualifying Commodity-Based Trusts.

Additionally, the Exchange notes that listing and trading options on qualifying Commodity-Based Trusts on the Exchange will subject such options to transparent exchange based rules as well as price discovery and liquidity, as opposed to alternatively trading such options in the OTC market. The Exchange believes that the proposed rule change may relieve any burden on, or otherwise promote, competition as it is designed to increase competition for order flow on the Exchange in a manner that is beneficial to investors by providing them with a lower-cost option to hedge their investment portfolios in a timely manner.

The Exchange does not believe that the proposal to adopt new listing criteria at Exchange Rule 19.3(i)(v) to permit the listing and trading of certain options on certain Commodity-Based Trusts that hold multiple crypto assets and that were listed pursuant to the generic listing standards for Commodity-Based Trust Shares of the applicable primary listing market, without the need for additional approvals, will impose any burden on intermarket competition that is not necessary or appropriate in furtherance of the

purposes of the Act. Other options exchanges are free to amend their applicable rules to permit them to list and trade options on Commodity-Based Trusts that hold multiple crypto assets.

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

The Exchange neither solicited nor received comments on the proposed rule change.

6. Extension of Time Period for Commission Action

Not applicable.

7. Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)

The Exchange respectfully requests accelerated effectiveness pursuant to Section 19(b)(2) of the Act of this proposal. The Exchange believes that this proposed rule change, which is essential to promote a free and open market for the benefit of investors, does not raise any new, unique or substantive issues from those raised by ISE in its filing.³⁸ Accelerated approval will allow the Exchange to immediately implement the proposed rule change upon its filing and approval with the Commission. The Exchange believes that accelerated approval is consistent with the protection of investors and the public interest because most, if not all, other competing exchanges would (or already have) filed similar proposals. The requested accelerated approval would, therefore, allow the Exchange to immediately compete with other options exchanges for order flow to list and trade options on a Commodity-Based Trust that meets the generic listing standards

³⁸ See supra note 5.

described in this filing. Investors and the public interest will benefit by the trading of these option contracts on additional exchanges, via increased price competition.

This filing expands upon the previously established definition of Commodity-Based Trust and allows it to hold multiple crypto assets. The expansion upon the established criteria will still ensure the liquidity in the Commodity-Based Trust prior to listing options, and will still require that the crypto assets held by the Commodity-Based Trust underlie a derivative contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in ISG. In short, the proposed filing reduces the type of options on Commodity- Based Trusts that would be listed pursuant to the generic criteria. First, the Commodity- Based Trust may hold multiple crypto assets. Second, the Exchange requires the total global supply of the underlying crypto asset held by each Commodity-Based Trust to have an average daily market value of at least \$700 million over the last 12 months, ensuring liquidity prior to listing options on the Commodity-Based Trust. The Exchange believes that market supply serves as a good measure of liquidity to prevent the addition of options trading from disrupting the market for the underlying security. Third, the crypto asset held by each Commodity-Based Trust must underlie a derivatives contract that trades. Finally, the Exchange believes that its existing surveillance and reporting safeguards are designed to deter and detect possible manipulative behavior which might arise from listing and trading of these ETF options particularly in light of the additional requirement that the commodity held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common

membership in ISG, providing the Exchange with information to adequately surveillance options on qualifying Commodity-Based Trusts. The Exchange has not identified any issues with the listing and trading of any options on ETFs, including options on a Commodity- Based Trust that holds a single crypto asset. Accordingly, the Exchange believes that no regulatory purpose would be served by delaying implementation of this filing.

8. Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or of the Commission

The proposed rule change is substantively identical to a proposed rule change of Nasdaq ISE, which was recently deemed approved by the Commission.³⁹

9. Security-Based Swap Submissions Filed Pursuant to Section 3C of the Act

Not applicable.

10. Advance Notices Filed Pursuant to Section 806(e) of the Payment, Clearing and Settlement Supervision Act

Not applicable.

11. Exhibits

Exhibit 1. Form of Notice of the Proposed Rule Change for Publication in the Federal Register.

Exhibit 5. Text of Proposed Rule Change.

³⁹ Id.

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION

[Release No. 34- ; File No. SR-MEMX-2026-13]

[Insert date]

Self-Regulatory Organizations; MEMX LLC; Notice of Filing and Immediate Effectiveness of a Proposal to Amend Rules 19.3 and 19.4 to Establish Listing Criteria and Withdrawal Standards for Options on Commodity-Based Trusts that Hold Multiple Crypto Assets.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (the “Act”),¹ and Rule 19b-4 thereunder,² notice is hereby given that on [insert date], MEMX LLC (“MEMX” or the “Exchange”) filed with the Securities and Exchange Commission (the “Commission”) the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the Exchange. 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 is filing with the Commission a proposed rule change to amend Rule 19.3, Criteria for Underlying Securities, and Rule 19.4, Withdrawal of Approval of Underlying Securities, to establish listing criteria and withdrawal standards for options on Commodity-Based Trusts that hold multiple crypto assets. The text of the proposed rule change is provided in Exhibit 5 and is available on the Exchange’s website at

<https://info.memxtrading.com/regulation/rules-and-filings/>.

II. Self-Regulatory Organization’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

In its filing with the Commission, the Exchange 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 these 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 aspects of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

1. Purpose

The Exchange proposes to amend Rule 19.3, Criteria for Underlying Securities, and Rule 19.4, Withdrawal of Approval of Underlying Securities, to establish listing criteria and withdrawal standard for options on Commodity-Based Trusts that hold multiple crypto assets.³ Specifically, the Exchange proposes to amend the criteria for listing options on Fund Shares⁴ at Rule 19.3(i) and withdrawal criteria at Rule 19.4. This a competitive filing substantively identical to a proposal submitted by another options exchange that has recently been deemed approved by the Commission.⁵

On January 7, 2026, the Exchange filed a proposal to permit certain options on Fund Shares that represent interests in a Commodity-Based Trust that meet certain

³ The Exchange notes that the rules of Chapter 19, including Rules 19.3 and 19.5, are incorporated by reference into the rulebook of its affiliate Exchange, MX2, LLC.

⁴ "Fund Shares" are defined in Rule 19.3(i).

⁵ See Securities Exchange Act Release No. 105072 (March 24, 2026) 91 FR 14894 (March 27, 2026) (SR-ISE-2025-30) (Self-Regulatory Organizations; Nasdaq ISE, LLC; Order Approving a Proposed Rule Change, as Modified by Amendment Nos. 1 and 2, Regarding the Adoption of Listing Criteria for Options on Commodity-Based Trusts That Hold Multiple Crypto Assets).

generic listing requirements.⁶ Currently, Rule 19.3(i)(v)⁷ allows the Exchange to list and trade options on Fund Shares that represent interests in a Commodity-Based Trust that (A) meets the generic criteria of the U.S. exchange that is the primary equities listing market for the Commodity-Based Trust, and (B) holds a single crypto asset that meets certain requirements.

On September 17, 2025, the Commission approved proposals by The Nasdaq Stock Market LLC, Cboe BZX Exchange, Inc. and NYSE Arca, Inc., to Adopt Generic Listing Standards for Commodity-Based Trusts.⁸ In the approval order, the Commission noted that each of the exchanges proposed to adopt substantially identical “generic” listing standards for Commodity-Based Trusts. Those generic listing standards define the term shares of a “Commodity-Based Trust” as a security⁹ that:

⁶ See Securities Exchange Release No. 104592 (January 13, 2026), 91 FR 2244 (January 16, 2016) (SR-MEMX-2026-01) (Notice of Filing and Immediate Effectiveness of a Proposed Rule Change To Amend Rule 19.3 To Permit the Listing and Trading of Options on Commodity-Based Trust Shares).

⁷ In connection with this filing, the Exchange is proposing to renumber the list of securities deemed appropriate for trading under 19.3(i) using lowercase roman numerals i - v, as opposed to the numbers 1-5 in an effort to avoid confusion when referencing sections of this rule and otherwise maintain consistency with the numbering throughout the Exchange’s rulebook. Additionally, it is proposing to renumber the criteria required under 19.3(i)(v) (formerly 19.3(i)(5), as numbers (1) and (2), which were previously numbered (i) and (ii).

⁸ See Securities Exchange Act Release No. 103995 (Sept. 17, 2025), 90 FR 45414 (Sept. 22, 2025) (Self-Regulatory Organizations; The Nasdaq Stock Market LLC; Cboe BZX Exchange, Inc.; NYSE Arca, Inc.; Order Granting Accelerated Approval of Proposed Rule Changes, as Modified by Amendments Thereto, To Adopt Generic Listing Standards for Commodity- Based Trust Shares)(SR-NASDAQ-2025-056; SR-CboeBZX-2025-104; SR-NYSEARCA-2025-54) (“Generic Listing Standards for Commodity-Based Trust Shares Approval”). The Exchange believes that it is appropriate to rely on the generic listing standards outlined by the primary listing market due to the potential proliferation of new primary listing markets and the Commission’s acknowledgment that the definition of shares of a Commodity-Based Trust across those primary listing markets is substantially identical.

⁹ Shares of the applicable Commodity-Based Trust trade as equity securities. See Securities Exchange Act Release No. 50603 (Oct. 28, 2004), 69 FR 64614, 64619 (Nov. 5, 2004) (SR-NYSE-2004-22) (approving the listing and trading of street TRACKS Gold Shares) (“Spot Gold Approval Order”) and ETP Request for Comments, *infra* note 20, at 34731. See also Nasdaq Rule 5711(d)(ii); proposed BZX Rule 14.11(e)(4)(B); proposed NYSE Arca Rule 8.201-E(b) (Generic)

(1) is issued by a trust, limited liability company, partnership, or other similar entity (“Trust”) that, if applicable, is operated by a registered commodity operator pursuant to the Commodity Exchange Act (“CEA”), and is not registered as an investment company pursuant to the Investment Company Act of 1940, or series or class thereof;

(2) is designed to reflect the performance of one or more reference assets or an index of reference assets;

(3) in order to reflect the performance, is issued by a Trust that holds (a) one or more commodities or commodity-based assets, and (b) in addition to such commodities or commodity-based assets, may hold securities, cash, and cash equivalents;

(4) is issued by such Trust in a specified aggregate minimum number in return for a deposit of (a) a specified quantity of the underlying commodities, commodity-based assets, securities, cash, and/or cash equivalents or (b) a cash amount with a value based on the next determined net asset value per Trust share; and

(5) when aggregated in the same specified minimum number, may be redeemed at a holder's request by such Trust which will deliver to the redeeming holder (a) the specified quantity of the underlying commodities, commodity-based assets, securities, cash, and/or cash equivalents or (b) a cash amount with a value based on the next determined net asset value per Trust share.

Specifically, the Commodity-Based Trust must satisfy the following: (1) the total global supply of the underlying crypto asset held by the Commodity-Based Trust has an average daily market value of at least \$700 million over the last 12 months; and (2) the crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the Intermarket Surveillance Group (“ISG”).

At this time, the Exchange proposed to amend Rule 19.3(i)(v) to permit the listing and trading of options on a Commodity-Based Trust that holds multiple crypto assets in

(stating that Commodity-Based Trust Shares are included within the definition of a “security” as such term is used in the Exchanges’ rules and are subject to the Exchanges’ existing rules governing the trading of equity securities).

addition to a Commodity-Based Trust that holds a single crypto asset. As amended, Exchange Rule 19.3(i)(v) would state:

(v) represent interests in a Commodity-Based Trust that meets the generic criteria of the U.S. securities exchange that is the primary equities listing market for the Commodity-Based Trust, except that the Commodity-Based Trust holds a single crypto asset or multiple crypto assets that meets the following requirements: (1) the total global supply of each underlying crypto asset(s) held by the Commodity-Based Trust has an average daily market value of at least \$700 million over the last 12 months; and (2) each crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the Intermarket Surveillance Group. For purposes of this number (v) in this Rule, the term “crypto asset” means an asset that is generated, issued and/or transferred using a blockchain or similar distributive ledger technology network, including but not limited to, assets known as “tokens,” “digital assets,” “virtual currencies,” and “coins” and that relies on cryptographic protocols.

With the addition of multiple crypto assets, the criteria would require each underlying crypto asset to meet the total global supply figure and to underlie a derivative contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement. The market value for each underlying crypto asset held by a Commodity-Based Trust will be calculated by taking the total global supply of the particular crypto asset multiplied by the token price of that asset.¹⁰ The total supply of a

¹⁰ The market supply information can be obtained from publicly available sources such as

crypto asset includes all crypto assets currently issued and does not include unissued crypto assets.¹¹

As a result of this filing, the proposed listing criteria would permit a Commodity-Based Trust that is generically listed on the applicable primary listing market and holds multiple crypto assets to qualify for the listing of options on that ETF, provided Exchange Rule 19.3(i)(v), as amended in the relevant part, has also been met, as well as the listing criteria in Exchange Rule 19.3(a) and (b), or Exchange Rule 19.3(i)(1)(B).

Similar to options on any ETF, an option on a Commodity-Based Trust that meets the requirements of Exchange Rule 19.3(i)(v) would also be subject to the Exchange's continued listing standards for options on ETFs set forth in Exchange Rule 19.4(g). Currently, pursuant to Exchange Rule 19.4(g), ETFs approved for options trading pursuant to Exchange Rule 19.3 will not be deemed to meet the requirements for continued approval, and the Exchange shall not open for trading any additional series of option contracts of the class covering that such ETFs, if the ETFs are delisted from trading pursuant to Exchange Rule 19.4(b)(4),¹² or are halted or suspended from trading in their primary market.¹³ With respect to options on Commodity-Based Trusts that are approved subject to Exchange Rule 19.3(i)(v), the Exchange proposes to amend

[coingecko.com](https://www.coingecko.com) or [coinmarketcap.com](https://www.coinmarketcap.com).

¹¹ For example, if Bitcoin were the underlying crypto asset, the Exchange would consider the total supply of all Bitcoin currently issued instead of the maximum supply, which would be currently issued as well as unminted Bitcoin. As of March 10, 2026 Bitcoin's total supply was 20,000,406 (the maximum supply is 21,000,000). See <https://www.coingecko.com/en/coins/bitcoin>. The Exchange would calculate market value by utilizing the total supply number multiplied by the Bitcoin price on that day

¹² Exchange Rule 19.4(b)(4) provides the Exchange will not open for trading any additional series of options on shares of an ETF if the ETF is no longer an NMS stock as defined in Rule 600 of Reg NMS under the Act.

¹³ See Exchange Rule 19.4(g).

Exchange Rule 19.4(g) to adopt a new subparagraph (3) which states, “In the case of options covering Fund Shares approved pursuant to Exchange Rule 19.3(i)(v), if the criteria in Exchange Rule 19.3(i)(v)(1) are no longer satisfied, as determined by the Exchange on a monthly basis, or if the criteria in Exchange Rule 19.3(i)(v)(2) are no longer satisfied.”¹⁴ This proposed new criteria would require ETFs that are listed pursuant to Exchange Rule 19.3(i)(v) to continue to meet the requirements of Exchange Rule 19.3(i)(v)(1) and (2). Additionally, this proposed new criteria, which would also be added to Exchange Rule 19.4(g)(1), would require ETFs that are listed pursuant to Exchange Rule 19.3(i)(1)(A)¹⁵ to continue to meet the requirements of Exchange Rule 19.4 subparagraphs (b)(1), (2), (3) and (4) of Exchange Rule 19.4. The Exchange is proposing that the criteria in Exchange Rule 19.3(i)(v)(1) be met on a monthly basis while the criteria in Exchange Rule 19.3(i)(v)(2) be met on a daily basis. The Exchange believes that requiring the criteria in Exchange Rule 19.3(i)(v)(1) to be met on a monthly basis is reasonable given that the Exchange believes that it is unlikely that a crypto asset with an average daily market value of at least \$700 million over the previous twelve months would fail to meet that standard as a result of trading over a relatively short period of time. By way of example, if a crypto asset has a market capitalization of \$900 million and traded at that market capitalization for 15 days in a 20-day trading month, the crypto asset could lose a substantial amount of its value (up to 88%) and still meet the criteria. Similarly, a crypto asset with a market capitalization of \$500 million for 15 days

¹⁴ The Exchange proposes to renumber the remaining paragraphs in Rule 19.4(g).

¹⁵ The Exchange notes that it is amending incorrect references in Rules 19.4(g)(1) and 19.4(g)(2) from 19.3(i)(4)(A) and 19.3(i)(4)(B) (provisions which do not exist in the Exchange's rulebook) to 19.3(i)(1)(A) and 19.3(i)(1)(B), respectively.

in a 20- day trading month, would have to achieve a market capitalization of \$1.3 billion (a 160% increase) in the last 5 days to meet the criteria. Given the unlikelihood that there would be a huge movement over a month's period of time and considering the work that would be required to calculate the criteria on a daily basis as compared to each month, the Exchange believes that the proposed continued listing obligation for the average daily market value criteria is sufficient. Further, options on Commodity-Based Trusts that are approved subject to Exchange Rule 19.3(i)(v) would continue to be subject to Exchange Rule 19.4(g)(5), as renumbered, which states that the Exchange may consider suspending open transactions in options on Fund Shares if, "such other event occurs or condition exists that in the opinion of the Exchange makes further dealing in such options on MEMX Options inadvisable." The Exchange may determine at any point to delist an option on a Commodity-Based Trust that may not have sufficient liquidity or market demand.

Consistent with current Rule 19.5, which governs the opening of options series on a specific underlying security (including ETFs), the Exchange will open at least one expiration month and one series of options on a Commodity-Based Fund Share¹⁶ at the

¹⁶ See Rule 19.5(b) and (e). The monthly expirations are subject to certain listing criteria for underlying securities described within Rule 19.3. Monthly listings expire the third Friday of the month. The term "expiration date" (unless separately defined elsewhere in the OCC By-Laws), when used in respect of an option contract (subject to certain exceptions), means the third Friday of the expiration month of such option contract, or if such Friday is a day on which the exchange on which such option is listed is not open for business, the preceding day on which such exchange is open for business. See OCC By-Laws Article I, Section 1. Pursuant to Rule 19.5(c), additional series of options of the same class may be opened for trading on the Exchange when the Exchange deems it necessary to maintain an orderly market, to meet customer demand or when the market price of the underlying stock moves more than five strike prices from the initial exercise price or prices. New series of options on an individual stock may be added until the beginning of the month in which the options contract will expire. Due to unusual market conditions, the Exchange, in its discretion, may add a new series of options on an individual stock until the close of trading on the business day prior to expiration.

commencement of trading on the Exchange and may also list series of options on a Commodity-Based Fund Share for trading on a weekly,¹⁷ monthly,¹⁸ or quarterly basis.¹⁹ The Exchange may also list long-term options series that expire from 12 to 39 months from the time they are listed.²⁰

Pursuant to Rule 19.5, Interpretation and Policy .01, which governs strike prices of series of options on Fund Shares, the interval of strike prices for series of options on Commodity-Based Fund Shares may be \$1 or greater where the strike price is \$200 or less or \$5 or greater where the strike price is over \$200.²¹ Additionally, the Exchange may list series of options pursuant to the \$1 Strike Price Interval Program,²² the \$0.50 Strike Program,²³ the \$2.50 Strike Price Program,²⁴ and the \$5 Strike Program.²⁵ Pursuant to Rule 21.5, where the price of a series of a Commodity-Based Fund Share option is less than \$3.00, the minimum increment will be \$0.05, and where the price is \$3.00 or higher, the minimum increment will be \$0.10.²⁶ Any and all new series of Commodity-Based Fund Share options that the Exchange lists will be consistent and comply with the

¹⁷ See Rule 19.5, Interpretation and Policy .05.

¹⁸ See Rule 19.5, Interpretation and Policy .08.

¹⁹ See Rule 19.5, Interpretation and Policy .04.

²⁰ See Rule 19.7.

²¹ The Exchange notes that for options listed pursuant to the Short Term Option Series Program, Rule 19.5, Interpretation and Policy .08 sets forth intervals between strike prices on Short Term Option Series.

²² See Rule 19.5, Interpretations and Policies .01 and .02.

²³ See Rule 19.5, Interpretation and Policy .06.

²⁴ See Rule 19.5, Interpretation and Policy .03.

²⁵ See Rule 19.5(d)(5).

²⁶ If options on a Commodity-Based Trust are eligible to participate in the Penny Interval Program, the minimum increment will be \$0.01 for series with a price below \$3.00 and \$0.05 for series with a price at or above \$3.00. See Rule 21.5(d) (which describes the requirements for the Penny Interval Program).

expirations, strike prices, and minimum increments set forth in Rules 19.5 and 21.5, as applicable.

Options on Commodity-Based Trusts that may be listed pursuant to proposed Rule 19.3(i)(v) will trade in the same manner as options on other ETFs on the Exchange. The Exchange Rules that currently apply to the listing and trading of all Fund Share options on the Exchange, including, for example, Rules that govern listing criteria, expirations, exercise prices, minimum increments, position and exercise limits, margin requirements, customer accounts, and trading halt procedures will apply to the listing and trading of options on Commodity-Based Trusts that are approved subject to Rule 19.3(i)(v) in the same manner.

Position and exercise limits for options, including options on Commodity-Based Trust Shares, are determined pursuant to Rules 18.7 and 18.9, respectively. Position and exercise limits for options on ETFs vary according to the number of outstanding shares and the trading volumes of the underlying security over the past six months, where the largest in capitalization and the most frequently traded funds have an option position and exercise limit of 250,000 contracts (with adjustments for splits, re-capitalizations, etc.) on the same side of the market; and smaller capitalization funds have position and exercise limits of 200,000, 75,000, 50,000 or 25,000 contracts (with adjustments for splits, re-capitalizations, etc.) on the same side of the market.²⁷ Further, the Exchange notes that Rule 28.3, which governs margin requirements applicable to the trading of all options on the Exchange, including options on ETFs, will also apply to the trading of options on Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v).

²⁷ See Exchange Rules 18.7 and 18.9.

The Exchange represents it has an adequate surveillance program in place for options and intends to apply those same program procedures to options on Commodity-Based Trusts that may be listed pursuant to proposed Rule 19.3(i)(v) that it applies to the Exchange's other options products.²⁸ The Exchange believes that existing surveillance procedures are designed to deter and detect possible manipulative behavior which might potentially arise from listing and trading the proposed options on Commodity-Based Trusts. Additionally, the Exchange is a member of the Intermarket Surveillance Group ("ISG") under the Intermarket Surveillance Group Agreement. ISG members work together to coordinate surveillance and investigative information sharing in the stock, options, and futures markets. In addition, the Exchange has a Regulatory Services Agreement with the Financial Industry Regulatory Authority ("FINRA") for certain market surveillance, investigation and examinations functions. Pursuant to a multi-party 17d-2 joint plan, all options exchanges allocate amongst themselves and FINRA responsibilities to conduct certain options-related market surveillance that are common to rules of all options exchanges.²⁹ Further, the Exchange will implement any new surveillance procedures it deems necessary to effectively monitor the trading of options on Commodity-Based Trusts pursuant to proposed Rule 19.3(i)(v).

²⁸ The surveillance program includes surveillance patterns for price and volume movements as well as patterns for potential manipulation (e.g., spoofing and marking the close).

²⁹ Section 19(g)(1) of the Act, among other things, requires every self-regulatory organization ("SRO") registered as a national securities exchange or national securities association to comply with the Act, the rules and regulations thereunder, and the SRO's own rules, and, absent reasonable justification or excuse, enforce compliance by its members and persons associated with its members. See 15 U.S.C. 78q(d)(1) and 17 CFR 240.17d-2. Section 17(d)(1) of the Act allows the Commission to relieve an SRO of certain responsibilities with respect to members of the SRO who are also members of another SRO ("common members"). Specifically, Section 17(d)(1) allows the Commission to relieve an SRO of its responsibilities to: (i) receive regulatory reports from such members; (ii) examine such members for compliance with the Act and the rules and regulations thereunder, and the rules of the SRO; or (iii) carry out other specified regulatory responsibilities with respect to such members.

The Exchange has also analyzed its capacity and represents that it believes the Exchange and the Options Price Reporting Authority (“OPRA”) have the necessary systems capacity to handle the additional traffic associated with the listing of new series of options on ETFs, including on Commodity-Based Trusts pursuant to proposed Rule 19.3(i)(v), up to the number of expirations currently permissible under the Rules. The Exchange believes any additional traffic generated from the trading of options on Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v) would be manageable. The Exchange represents that Exchange members will not have a capacity issue as a result of this proposed rule change.

Further, quotation and last sale information for Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v) is available via the Consolidated Tape Association (“CTA”) high speed line. Quotation and last sale information for such securities is also available from the exchange on which such securities are listed. Quotation and last sale information for options on Commodity-Based Trusts listed pursuant to proposed Rule 19.3(i)(v) will be available via OPRA³⁰ and major market data vendors. Finally, the Exchange currently lists options on Fund Shares that would qualify for listing as an option a Commodity-Based Trust pursuant to proposed Rule 19.3(i)(v),³¹ and it has not identified any issues with the listing of options on those ETFs.

³⁰ Last sale reports and quotations are the core of the information that OPRA disseminates. OPRA also disseminates certain other types of information with respect to the trading of options on the markets of the OPRA participants, such as the number of options contracts traded, open interest and end of day summaries. OPRA also disseminates certain kinds of administrative messages.

³¹ The following Fund Shares currently have options listed on them on the Exchange: the Fidelity Wise Origin Bitcoin Fund, the ARK 21Shares Bitcoin ETF, the iShares Bitcoin Trust, the Fidelity Ethereum Fund; the Grayscale Bitcoin Trust, the Grayscale Bitcoin Mini Trust, the Bitwise Bitcoin ETF, the Bitwise Ethereum ETF, the Grayscale Ethereum Trust, the Grayscale Ethereum Mini Trust, and the iShares Ethereum Trust.

2. Statutory Basis

The Exchange believes the proposed rule change is consistent with the Act and the rules and regulations thereunder applicable to the Exchange and, in particular, the requirements of Section 6(b) of the Act.³² Specifically, the Exchange believes the proposed rule change is consistent with the Section 6(b)(5)³³ requirements that the rules of an exchange be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in regulating, clearing, settling, processing information with respect to, and 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. Additionally, the Exchange believes the proposed rule change is consistent with the Section 6(b)(5)³⁴ requirement that the rules of an exchange not be designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

In particular, the Exchange believes that its proposal to permit Commodity-Based Trust Shares that hold multiple crypto assets to be listed and traded without the need for additional approvals, will remove impediments to and perfect the mechanism of a free and open market and a national market system and, in general, protect investors because it would allow the Exchange to immediately list and trade qualifying options on Commodity-Based Trusts, provided the initial listing criteria has been met, without any additional approvals from the Commission.

³² 15 U.S.C. 78f(b).

³³ 15 U.S.C. 78f(b)(5).

³⁴ Id.

Specifically, the Exchange's proposal to adopt Exchange Rule 19.3(i)(v) to allow the listing and trading of options on units that represent interests in Commodity-Based Trusts that meet the generic listing standards for Commodity-Based Trust Shares of the applicable primary listing market,³⁵ and hold multiple crypto assets in addition to single crypto assets, is consistent with the Act because it will permit the Exchange to offer options on Commodity-Based Trusts soon after the listing of the ETF on the primary listing market, provided that all the generic listing standards for that Commodity-Based Trust on that primary listing market have been met. Listing these options will avail market participants of the opportunity to hedge their positions in the Commodity-Based Trusts in a timely manner, thereby providing investors with the ability to hedge their exposure to the underlying Commodity-Based Trust. Options on Commodity-Based Trusts benefits investors, similar to the listing of any other option on an ETF, by providing investors with a relatively lower-cost risk management tool to manage their positions and associated risk in their portfolios more easily in connection with exposure to the price of a crypto asset. Additionally, listing options on Commodity-Based Trusts provides investors with the ability to transact in such options on a listed market as opposed to the OTC options market, which increases market transparency and enhances the process of price discovery to the benefit of all investors.

Also, this proposal would permit options on Commodity-Based Trusts to be listed on the Exchange in the same manner as all other securities that are subject to the current listing criteria in Exchange Rule 19.3(i). The Exchange notes that the majority of ETFs are able to list and trade options once the initial listing criteria have been met without the

³⁵ See supra note 8.

need for additional approvals. The proposed rule change would allow options on certain Commodity-Based Trusts to likewise list and trade options once the initial listing criteria on the primary listing market have been met without the need for additional approvals.

As proposed, the Exchange would list options in a Commodity-Based Trust that met the generic criteria of the applicable primary listing market, provided the Commodity-Based Trust held multiple crypto assets. Further, each crypto asset held by the Commodity-Based Trust would also be required to satisfy the conditions in proposed Exchange Rule 19.3(i)(v), which requires that (1) the total global supply of each underlying crypto asset held by the Commodity-Based Trust has an average daily market value of at least \$700 million over the last 12 months; and (2) each crypto asset held by the Commodity-Based Trust underlie a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the ISG.

These requirements are consistent with the Act and the protection of investors as they should ensure that each crypto asset held by the underlying ETF has sufficient liquidity prior to listing options, which will serve to prevent disruption to the underlying market. The Exchange believes that market supply serves as a good measure of liquidity to permit options trading in options on Commodity-Based Trusts that holds multiple crypto assets. Requiring each underlying crypto asset to have a requisite amount of deliverable supply, in addition to all the other criteria the ETF is required to have under the applicable primary listing market rules, should ensure adequate liquidity prior to listing. Further, ensuring each crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a

comprehensive surveillance sharing agreement, whether directly or through common membership in the ISG, will provide the Exchange with information to adequately surveillances options on qualifying Commodity-Based Trusts. Today, the Exchange has a comprehensive surveillance sharing agreement in place with both the CME and Coinbase Derivatives through its common membership in ISG. This facilitates the sharing of information that is available to the CME and Coinbase Derivatives through their surveillance of their respective markets, including their surveillance of their respective digital asset futures markets.

The Exchange also believes the proposed rule change will remove impediments to and perfect the mechanism of a free and open market and a national market system, because it is consistent with current Exchange Rules, previously filed with the Commission. Options on qualifying Commodity-Based Trusts must satisfy the initial listing standards and continued listing standards currently in the Exchange Rules applicable to options on all ETFs, including ETFs that hold other crypto assets already deemed appropriate for options trading on the Exchange in addition to the proposed criteria. Options on qualifying Commodity-Based Trusts would trade in the same manner as any other ETF options - the same Exchange rules that currently govern the listing and trading of all ETF options, including permissible strike prices and minimum increments, and applicable position and exercise limits and margin requirements, will govern the listing and trading of options on qualifying Commodity-Based Trust.

Further, the proposal adopts new subparagraph (3) to Rule 19.4(g) which will require each crypto asset held by a Commodity-Based Trust to continue to meet the requirement of Exchange Rule 19.3(i)(v)(1) on a monthly basis and for the criteria in

Exchange Rule 19.3(i)(v)(2) to be met on a continuous basis. Accordingly, each crypto asset held by a Commodity-Based Trust must continue to have a total global supply with an average daily market value of at least \$700 million over the last 12 months, and also must continue to underlie a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the ISG. The Exchange believes that this continued listing standard, in addition to requirements of Rule 19.3(i) would protect investors and the public interest by ensuring that the crypto assets held by the Commodity-Based Trust continue to remain liquid. The Exchange believes that requiring the criteria in Exchange Rule 19.3(i)(v)(1) on a monthly basis is consistent with the Act and the protection of investors given that the Exchange believes that it is unlikely that a crypto asset with an average daily market value of at least \$700 million over the previous twelve months would fail to meet that standard as a result of trading over a relatively short period of time. Given the unlikelihood that there would be a huge movement over a month's period of time and considering the work that would be required to calculate the criteria on a daily basis as compared to each month, the Exchange believes that the proposed continued listing obligation for the average daily market value criteria is sufficient. Further, options on Commodity-Based Trusts that are approved subject to Exchange Rule 19.3(i)(v) would continue to be subject to exchange Rule 19.4(g)(5), as renumbered, which states that the Exchange may consider suspending open transactions in options on an ETF if, "such other event occurs or condition exists that in the opinion of the Exchange makes further dealing in such options on the Exchange inadvisable." The Exchange may determine at any point to delist an option on a Commodity-Based Trust

that may not have sufficient liquidity or market demand.

Options on qualifying Commodity-Based Trusts would trade in the same manner as any other ETF options — the same Exchange Rules that currently govern the listing and trading of all ETF options, including permissible expirations, strike prices and minimum increments, and applicable position and exercise limits and margin requirements, will govern the listing and trading of options on qualifying Commodity-Based Trusts.

The Exchange represents that it has the necessary systems capacity to support the listing and trading of options on qualifying Commodity-Based Trusts. The Exchange believes that its existing surveillance and reporting safeguards are designed to deter and detect possible manipulative behavior which might arise from listing and trading of these options on Commodity-Based Trust, particularly in light of the additional requirement that each crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in ISG.

Finally, today, the Exchange lists and trades options on ETFs that would qualify for listing as an option on a Commodity-Based Trust under proposed Rule 19.3(i)(v),³⁶ and it has not identified any issues with the listing and trading of options on those ETFs.

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 Act. In this regard and as indicated above, the Exchange notes that the rule change

³⁶ See supra note 31.

is being proposed as a competitive response to the filing submitted by ISE.³⁷ The Exchange does not believe that the proposal to amend the listing criteria at Exchange Rule 19.3(i)(v), with respect to ETFs, to adopt new criteria to permit the listing and trading of options on certain Commodity-Based Trusts that hold multiple crypto assets and that were listed pursuant to the generic listing standards for Commodity-Based Trust Shares of the applicable primary listing market, without the need for additional approvals, will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act. Options on qualifying Commodity-Based Trusts would need to satisfy the initial listing standards set forth in the Exchange Rules in the same manner as any other ETF before the Exchange could list options on them.

Additionally, options on qualifying Commodity-Based Trusts will be equally available to all market participants who wish to trade such options. The Exchange Rules currently applicable to the listing and trading of options on ETFs on the Exchange will apply in the same manner to the listing and trading of all options on qualifying Commodity-Based Trusts.

Additionally, the Exchange notes that listing and trading options on qualifying Commodity-Based Trusts on the Exchange will subject such options to transparent exchange based rules as well as price discovery and liquidity, as opposed to alternatively trading such options in the OTC market. The Exchange believes that the proposed rule change may relieve any burden on, or otherwise promote, competition as it is designed to increase competition for order flow on the Exchange in a manner that is beneficial to investors by providing them with a lower-cost option to hedge their investment portfolios

³⁷ See supra note 5.

in a timely manner.

The Exchange does not believe that the proposal to adopt new listing criteria at Exchange Rule 19.3(i)(v) to permit the listing and trading of certain options on certain Commodity-Based Trusts that hold multiple crypto assets and that were listed pursuant to the generic listing standards for Commodity-Based Trust Shares of the applicable primary listing market, without the need for additional approvals, will impose any burden on intermarket competition that is not necessary or appropriate in furtherance of the purposes of the Act. Other options exchanges are free to amend their applicable rules to permit them to list and trade options on Commodity-Based Trusts that hold multiple crypto assets.

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

The Exchange neither solicited nor received comments on the proposed rule change.

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

The Exchange respectfully requests accelerated effectiveness pursuant to Section 19(b)(2) of the Act of this proposal. The Exchange believes that this proposed rule change, which is essential to promote a free and open market for the benefit of investors, does not raise any new, unique or substantive issues from those raised by ISE in its filing.³⁸ Accelerated approval will allow the Exchange to immediately implement the proposed rule change upon its filing and approval with the Commission. The Exchange believes that accelerated approval is consistent with the protection of investors and the public interest because most, if not all, other competing exchanges would (or already

³⁸ See supra note 5.

have) filed similar proposals. The requested accelerated approval would, therefore, allow the Exchange to immediately compete with other options exchanges for order flow to list and trade options on a Commodity-Based Trust that meets the generic listing standards described in this filing. Investors and the public interest will benefit by the trading of these option contracts on additional exchanges, via increased price competition.

This filing expands upon the previously established definition of Commodity-Based Trust and allows it to hold multiple crypto assets. The expansion upon the established criteria will still ensure the liquidity in the Commodity-Based Trust prior to listing options, and will still require that the crypto assets held by the Commodity-Based Trust underlie a derivative contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in ISG. In short, the proposed filing reduces the type of options on Commodity- Based Trusts that would be listed pursuant to the generic criteria. First, the Commodity- Based Trust may hold multiple crypto assets. Second, the Exchange requires the total global supply of the underlying crypto asset held by each Commodity-Based Trust to have an average daily market value of at least \$700 million over the last 12 months, ensuring liquidity prior to listing options on the Commodity-Based Trust. The Exchange believes that market supply serves as a good measure of liquidity to prevent the addition of options trading from disrupting the market for the underlying security. Third, the crypto asset held by each Commodity-Based Trust must underlie a derivatives contract that trades. Finally, the Exchange believes that its existing surveillance and reporting safeguards are designed to deter and detect possible manipulative behavior which might arise from listing and trading of these ETF options particularly in light of

the additional requirement that the commodity held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in ISG, providing the Exchange with information to adequately surveillance options on qualifying Commodity-Based Trusts. The Exchange has not identified any issues with the listing and trading of any options on ETFs, including options on a Commodity- Based Trust that holds a single crypto asset. Accordingly, the Exchange believes that no regulatory purpose would be served by delaying implementation of this filing.

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-MEMX-2026-13 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-MEMX-2026-13. 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 also 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 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-MEMX-2026-13 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.³⁹

Sherry R. Haywood,

Assistant Secretary.

³⁹ 17 CFR 200.30-3(a)(12).

Exhibit 5

Proposed new language is underlined; Proposed deletions are in [brackets].

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CHAPTER 19. SECURITIES TRADED ON MEMX OPTIONS

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Rule 19.3. Criteria for Underlying Securities

(a) – (h) No change.

(i) Securities deemed appropriate for options trading shall include shares or other securities (“Fund Shares”), including but not limited to Partnership Units as defined in this Rule, that are principally traded on a national securities exchange and are defined as an “NMS stock” under Rule 600 of Regulation NMS, and that ([1]i) represent interests in registered investment companies (or series thereof) organized as open-end management investment companies, unit investment trusts or similar entities, and that hold portfolios of securities comprising or otherwise based on or representing investments in indexes or portfolios of securities (or that hold securities in one or more other registered investment companies that themselves hold such portfolios of securities) (“Funds”) and/or financial instruments including, but not limited to, stock index futures contracts, options on futures, options on securities and indexes, equity caps, collars and floors, swap agreements, forward contracts, repurchase agreements and reverse repurchase agreements (the “Financial Instruments”), and money market instruments, including, but not limited to, U.S. government securities and repurchase agreements (the “Money Market Instruments”) constituting or otherwise based on or representing an investment in an index or portfolio of securities and/or Financial Instruments and Money Market Instruments, or ([2]ii) represent commodity pool interests principally engaged, directly or indirectly, in holding and/or managing portfolios or baskets of securities, commodity futures contracts, options on commodity futures contracts, swaps, forward contracts and/or options on physical commodities and /or non-U.S. currency (“Commodity Pool ETFs”), or ([3]iii) represent interests in a trust or similar entity that holds a specified non-U.S. currency or currencies deposited with the trust or similar entity when aggregated in some specified minimum number may be surrendered to the trust by the beneficial owner to receive the specified non-U.S. currency or currencies and pays the beneficial owner interest and other distributions on the deposited non-U.S. currency or currencies, if any, declared and paid by the trust (“Currency Trust Shares”), or ([4]iv) represent interests in the SPDR Gold Trust or are issued by the iShares COMEX Gold Trust, the iShares Silver Trust, abrden Standard Physical Silver Trust, abrden Standard Physical Gold Trust, abrden Standard Physical Palladium Trust, abrden Standard Physical Platinum Trust, Sprott Physical Gold Trust, Goldman Sachs Physical Gold ETF, iShares Bitcoin Trust, Fidelity Wise Origin Bitcoin Fund, ARK 21Shares Bitcoin ETF, Grayscale Bitcoin Trust, Grayscale Bitcoin Mini Trust, Bitwise Bitcoin ETF, iShares Ethereum Trust, Fidelity Ethereum Fund, Grayscale Ethereum Trust ETF, Grayscale Ethereum Mini Trust ETF, or the Bitwise Ethereum ETF, or ([5]v) represent interests in a Commodity-Based Trust that meets the generic criteria of the U.S. securities exchange that is the primary equities listing market for the Commodity-Based Trust, except that the

Commodity-Based Trust holds a single crypto asset or multiple crypto assets that meets the following requirements: ([i]1) the total global supply of [the]each underlying crypto asset(s) held by the Commodity-Based Trust has an average daily market value of at least \$700 million over the last 12 months; and ([ii]2) [the]each crypto asset held by the Commodity-Based Trust underlies a derivatives contract that trades on a market with which the Exchange has a comprehensive surveillance sharing agreement, whether directly or through common membership in the Intermarket Surveillance Group. For purposes of number ([5]v) in this Rule, the term “crypto asset” means an asset that is generated, issued and/or transferred using a blockchain or similar distributive ledger technology network, including but not limited to, assets known as “tokens,” “digital assets,” “virtual currencies,” and “coins” and that relies on cryptographic protocols; provided that all of the following conditions are met:

- (1) The Fund Shares either:
 - (A) meet the criteria and standards set forth in paragraphs (a) and (b) of this Rule above; or
 - (B) the Fund Shares are available for creation or redemption each business day in cash or in kind from the investment company, commodity pool or other entity at a price related to net asset value, and the investment company, commodity pool or other entity is obligated to provide that Fund Shares may be created even if some or all of the securities and/or cash required to be deposited have not been received by the Fund, the unit investment trust or the management investment company, provided the authorized creation participant has undertaken to deliver the securities and/or cash as soon as possible and such undertaking is secured by the delivery and maintenance of collateral consisting of cash or cash equivalents satisfactory to the Fund, all as described in the Fund’s or unit trust’s prospectus.
- (2) The Fund Shares meet the following criteria:
 - (A) the Fund Shares are listed pursuant to generic listing standards for series of portfolio depositary receipts or index fund shares based on international or global indexes under which a comprehensive surveillance sharing agreement is not required; or
 - (B) any non-U.S. component stocks of the index or portfolio on which the Fund Shares are based that are not subject to comprehensive surveillance agreements do not in the aggregate represent more than 50% of the weight of the index or portfolio;
 - (C) stocks for which the primary market is in any one country that is not subject to a comprehensive surveillance agreement do not represent 20% or more of the weight of the index;

(D) stocks for which the primary market is in any two countries that are not subject to comprehensive surveillance agreements do not represent 33% or more of the weight of the index;

(E) For Commodity Pool ETFs that engage in holding and/or managing portfolios or baskets commodity futures contracts, options on commodity futures contracts, swaps, forward contracts, options on physical commodities, options on non-U.S. currency and/or securities, the Exchange has entered into a comprehensive surveillance sharing agreement with the marketplace or marketplaces with last sale reporting that represent(s) the highest volume in such commodity futures contracts and/or options on commodity futures contracts on the specified commodities or non-U.S. currency, which are utilized by the national securities exchange where the underlying Commodity Pool ETFs are listed and traded; and

(F) For Currency Trust Shares, the Exchange has entered into a comprehensive surveillance sharing agreement with the marketplace or marketplaces with last sale reporting that represent(s) the highest volume in derivatives (options or futures) on the specified non-U.S. currency, which are utilized by the national securities exchange where the underlying Currency Trust Shares are listed and traded.

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Rule 19.4. Withdrawal of Approval of Underlying Securities

(a) - (f) No change.

(g) Fund Shares approved for options trading pursuant to Rule 19.3 (Criteria for Underlying Securities) will not be deemed to meet the requirements for continued approval, and the Exchange shall not open for trading any additional series of option contracts of the class covering such Fund Shares if the security is delisted from trading as provided in subparagraph (b)(4) of this Rule. In addition, the Exchange shall consider the suspension of opening transactions in any series of options of the class covering Fund Shares in any of the following circumstances:

(1) In the case of options covering Fund Shares approved pursuant to Rule 19.3(i)(1[4])(A), in accordance with the terms of subparagraphs (b)(1), (2) [and] (3) and 4 of this Rule;

(2) In the case of options covering Fund Shares approved pursuant to Rule 19.3(i)(1[4])(B), following the initial twelve-month period beginning upon the commencement of trading in the Fund Shares on a national securities exchange and are defined as NMS stock under Rule 600 of Regulation NMS, there were fewer than 50 record and/or beneficial holders of such Fund Shares for 30 consecutive days;

(3) In the case of options covering Fund Shares approved pursuant to Rule 19.3(i)(v), if the criteria in Rule 19.3(i)(v)(1) are no longer satisfied, as determined by the Exchange on a monthly basis, or if the criteria in Rule 19.3(i)(v)(2) are no longer satisfied:

([3]4) the value of the index, non-U.S. currency, portfolio of commodities including commodity futures contracts, options on commodity futures contracts, swaps, forward contracts and/or options on physical commodities and/or Financial Instruments or Money Market Instruments, or portfolio of securities on which the Fund Shares are based is no longer calculated or available; or

([4]5) such other event occurs or condition exists that in the opinion of the Exchange makes further dealing in such options on MEMX Options inadvisable.