

the pilot program. Currently, two Television Vendors participate in the program. In the view of the Network B Participants, using the number of households reached as the billing metric for the dissemination of last sale price information through television is a reasonable counterpart to metrics used in other contexts, such as counting devices, subscriber entitlements or quote packets. The billing metric is the same as television advertisers use, a fact that serves to discipline accuracy of the households-reached count (since the television networks have incentives to maximize the number of households reached while the advertisers have incentives to minimize the number).

The Network B Participants believe that the level of the fee is fair and reasonable and allows the television vendors to contribute an appropriate amount for the market data services that they provide. It constitutes a reasonable allocation of the costs of running the securities markets that the Network B Participants operate to the purveyors of the Television Vendors.

#### 10. Method of Frequency of Processor Evaluation

Not applicable.

#### 11. Dispute Resolution

Not applicable.

### II. Rule 601(a)

#### A. Reporting Requirements

Not applicable.

#### B. Manner of Collecting, Processing, Sequencing, Making Available and Disseminating Last Sale Information

The new fee will permit vendors to disseminate a ticker stream of Network B last sale price information to viewers of broadcast, cable or satellite television.

#### C. Manner of Consolidation

Not applicable.

#### D. Standards and Methods Ensuring Promptness, Accuracy and Completeness of Transaction Reports

Not applicable.

#### E. Rules and Procedures Addressed to Fraudulent or Manipulative Dissemination

Not applicable.

#### F. Terms of Access to Transaction Reports

The Network B Participants will require vendors of Network B ticker television services to enter into the standard form of vendor agreement. It is the same form into which the CTA Plan Participants require all vendors to enter.

#### G. Identification of Marketplace of Execution

Not applicable.

### III. Solicitation of Comments

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed Fourteenth Charges Amendment to the CTA Plan is consistent with the Act. Comments may be submitted by any of the following methods:

#### Electronic Comments

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number SR-CTA-2010-01 on the subject line.

#### Paper Comments

- Send paper comments in triplicate to Elizabeth M. Murphy, Secretary, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-1090.

All submissions should refer to File Number SR-CTA-2010-01. This file number should be included on the subject line if e-mail 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 Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the Amendment that is filed with the Commission, and all written communications relating to the Amendment between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for Web site viewing and printing in the Commission's Public Reference Room, 100 F Street, NE., Washington, DC 20549, on official business days between the hours of 10 a.m. and 3 p.m. Copies of the Amendments also will be available for inspection and copying at the principal office of the CTA. All comment received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-CTA-2010-01 and should be submitted on or before October 12, 2010.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>5</sup>

**Florence E. Harmon,**

*Deputy Secretary.*

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-62912; File No. SR-CTA/CQ-2010-03]

### Consolidated Tape Association; Notice of Filing and Immediate Effectiveness of the Sixteenth Substantive Amendment to the Second Restatement of the Consolidated Tape Association Plan and Twelfth Substantive Amendment to the Restated Consolidated Quotation Plan

September 14, 2010.

Pursuant to Section 11A of the Securities Exchange Act of 1934 ("Act"),<sup>1</sup> and Rule 608 thereunder,<sup>2</sup> notice is hereby given that on August 27, 2010, the Consolidated Tape Association ("CTA") Plan and Consolidated Quotation ("CQ") Plan participants ("Participants")<sup>3</sup> filed with the Securities and Exchange Commission ("Commission") a proposal to amend the Second Restatement of the CTA Plan and Restated CQ Plan (collectively, the "Plans").<sup>4</sup> The proposal represents the sixteenth substantive amendment to the CTA Plan ("Sixteenth Amendment to the CTA Plan") and the twelfth substantive amendment to the CQ Plan ("Twelfth Amendment to the

<sup>5</sup> 17 CFR 200.30-3(a)(27).

<sup>1</sup> 15 U.S.C. 78k-1.

<sup>2</sup> 17 CFR 242.608.

<sup>3</sup> Each participant executed the proposed amendment. The Participants are: BATS Exchange, Inc.; Chicago Board Options Exchange, Incorporated; Chicago Stock Exchange, Inc.; Financial Industry Regulatory Authority, Inc.; International Securities Exchange LLC; NASDAQ OMX BX, Inc.; NASDAQ OMX PHLX, Inc.; The NASDAQ Stock Market LLC; National Stock Exchange, Inc.; New York Stock Exchange LLC; NYSE Amex, Inc.; and NYSE Arca, Inc.

<sup>4</sup> See Securities Exchange Act Release Nos. 10787 (May 10, 1974), 39 FR 17799 (May 20, 1974) (declaring the CTA Plan effective); 15009 (July 28, 1978), 43 FR 34851 (August 7, 1978) (temporarily authorizing the CQ Plan); and 16518 (January 22, 1980), 45 FR 6521 (January 28, 1980) (permanently authorizing the CQ Plan). The most recent restatement of both Plans was in 1995. The CTA Plan, pursuant to which markets collect and disseminate last sale price information for non-NASDAQ listed securities, is a "transaction reporting plan" under Rule 601 under the Act, 17 CFR 242.601, and a "national market system plan" under Rule 608 under the Act, 17 CFR 242.608. The CQ Plan, pursuant to which markets collect and disseminate bid/ask quotation information for listed securities, is also a "national market system plan" under Rule 608 under the Act, 17 CFR 242.608.

CQ Plan”), and reflects changes unanimously adopted by the Participants. The Sixteenth Amendment to the CTA Plan and the Twelfth Amendment to the CQ Plan (“Amendments”) propose to add EDGA Exchange, Inc. and EDGX Exchange, Inc. to the Plans. The Commission is publishing this notice to solicit comments from interested persons on the proposed Amendments.

#### **I. Rule 608(a)**

##### *A. Purpose of the Amendments*

The amendment proposes to add EDGA Exchange, Inc. and EDGX Exchange, Inc. as new Participants to each Plan.

##### *B. Governing or Constituent Documents*

Not applicable.

##### *C. Implementation of the Amendments*

Because the Amendments constitute “Ministerial Amendments” under both clause (1) of Section IV(b) of the CTA Plan and clause (1) of Section IV(c) of the CQ Plan, the Chairman of the CTA Plan and the CQ Plan’s Operating Committee may submit these amendments to the Commission on behalf of the Participants in the CTA Plan and the CQ Plan. Because the Participants designate the amendments as concerned solely with the administration of the Plans, the amendments become effective upon filing with the Commission.

##### *D. Development and Implementation Phases*

Not applicable.

##### *E. Analysis of Impact on Competition*

The proposed amendment does not impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Exchange Act. The Participants do not believe that the proposed plan amendment introduces terms that are unreasonably discriminatory for the purposes of Section 11A(c)(1)(D) of the Exchange Act.

##### *F. Written Understanding or Agreements relating to Interpretation of, or Participation in, Plan*

Not applicable.

##### *G. Approval by Sponsors in Accordance with Plan*

See Item I(C) above.

##### *H. Description of Operation of Facility Contemplated by the Proposed Amendment*

Not applicable.

##### *I. Terms and Conditions of Access*

See Item I(A) above.

##### *J. Method of Determination and Imposition, and Amount of, Fees and Charges*

See Item I(A) above.

##### *K. Method and Frequency of Processor Evaluation*

Not applicable.

##### *L. Dispute Resolution*

Not applicable.

#### **II. Rule 601(a) (Solely in its Application to the Amendments to the CTA Plan)**

##### *A. Reporting Requirements*

Not applicable.

##### *B. Manner of Collecting, Processing, Sequencing, Making Available and Disseminating Last Sale Information*

Not applicable.

##### *C. Manner of Consolidation*

Not applicable.

##### *D. Standards and Methods Ensuring Promptness, Accuracy and Completeness of Transaction Reports*

Not applicable.

##### *E. Rules and Procedures Addressed to Fraudulent or Manipulative Dissemination*

Not applicable.

##### *F. Terms of Access to Transaction Reports*

Not applicable.

##### *G. Identification of Marketplace of Execution*

Not applicable.

#### **III. Solicitation of Comments**

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed Amendments are consistent with the Act. Comments may be submitted by any of the following methods:

##### *Electronic Comments*

- Use the Commission’s Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number SR-CTA/CQ-2010-03 on the subject line.

##### *Paper Comments*

- Send paper comments in triplicate to Elizabeth M. Murphy, Secretary, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-1090.

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For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>5</sup>

**Florence E. Harmon,**  
Deputy Secretary.

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#### **SECURITIES AND EXCHANGE COMMISSION**

**[Investment Company Act Release No. 29416; File No. 812-13714]**

#### **American Capital, Ltd.; Notice of Application**

September 14, 2010.

**AGENCY:** Securities and Exchange Commission (the “Commission”).

**ACTION:** Notice of an application for an order under section 61(a)(3)(B) of the Investment Company Act of 1940 (the “Act”).

**SUMMARY:** *Summary of Application:* Applicant, American Capital, Ltd. requests an order approving a proposal to grant certain stock options to

<sup>5</sup> 17 CFR 200.30-3(a)(27).