

continued to enhance the listing experience and has invested in its regulatory and compliance program.<sup>8</sup> These initiatives have been funded through listing fees, including the Capital Market annual fee.

Nasdaq also believes that the proposed changes are equitable and not unfairly discriminatory because they would apply equally to all companies listed on the Capital Market. While the increase on ADRs would be implemented over two years, this is also equitable and not unfairly discriminatory because these companies currently pay lower fees based on a recognition that the U.S. listing is not typically their primary listing. While Nasdaq believes it is equitable to charge them the same fee as other companies because they receive the same benefits from their listing, the Exchange also believes that implementing the increase over two years will help reduce its impact and is appropriate given the currently reduced fees that they pay. Nasdaq also notes that other exchanges charge the same annual fee for ADRs as for other securities.<sup>9</sup>

Finally, NASDAQ notes that it operates in a highly competitive market in which market participants can readily switch exchanges if they deem the listing fees excessive.<sup>10</sup> In such an environment, NASDAQ must continually review its fees to assure that they remain competitive. In that regard, Nasdaq notes that the proposed fees remain similar to the fees charged by NYSE MKT.<sup>11</sup>

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

Nasdaq does not believe that the proposed rule change will result in any

Securities Exchange Act Release No. 50838 (December 10, 2004), 69 FR 75578 (December 17, 2004) (approving SR-NASD-2004-128).

<sup>8</sup> For example, Nasdaq now accepts many notifications from listed companies through a web-based interface and provides detailed compliance information to companies through the Nasdaq Listing Center's Reference Library. See [https://listingcenter.nasdaqomx.com/Show\\_Doc.aspx?File=listing\\_information.html#forms](https://listingcenter.nasdaqomx.com/Show_Doc.aspx?File=listing_information.html#forms) and [https://listingcenter.nasdaqomx.com/assets/Get\\_Started\\_Guide.pdf](https://listingcenter.nasdaqomx.com/assets/Get_Started_Guide.pdf).

<sup>9</sup> See, e.g., NYSE MKT Listed Company Guide Section 220(b); NYSE Listed Company Manual Section 902.03.

<sup>10</sup> The Justice Department recently noted the intense competitive environment for exchange listings. See "NASDAQ OMX Group Inc. and IntercontinentalExchange Inc. Abandon Their Proposed Acquisition Of NYSE Euronext After Justice Department Threatens Lawsuit" (May 16, 2011), available at [http://www.justice.gov/atr/public/press\\_releases/2011/271214.htm](http://www.justice.gov/atr/public/press_releases/2011/271214.htm).

<sup>11</sup> NYSE MKT has proposed to charge annual fees in 2013 that range from \$30,000 to \$45,000, based on a company's shares outstanding. See SR-NYSEMKT-2012-51 (filed September 28, 2012) [sic].

burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act, as amended. The market for listing services is extremely competitive and listed companies may freely choose alternative venues. For this reason, and the reasons discussed in connection with the statutory basis for the proposed rule change, Nasdaq does not believe that the proposed rule change will result in any burden on competition for listings.

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

Written comments were neither solicited nor received.

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

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A)(ii) of the Act.<sup>12</sup> At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings to determine whether the proposed rule should be approved or disapproved.

#### **IV. Solicitation of Comments**

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

##### *Electronic Comments*

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an email to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number SR-NASDAQ-2012-120 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-NASDAQ-2012-120. 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 Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change 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 20549-1090, on official business days between the hours of 10:00 a.m. and 3:00 p.m. Copies of such filing also will be available for inspection and copying at the principal offices of the Exchange. All comments 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-NASDAQ-2012-120, and should be submitted on or before November 28, 2012.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>13</sup>

Kevin M. O'Neill,  
Deputy Secretary.

[FR Doc. 2012-27129 Filed 11-6-12; 8:45 am]

BILLING CODE 8011-01-P

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

[Release No. 34-68084A; File No. SR-FINRA-2012-042]

#### **Self-Regulatory Organizations; Financial Industry Regulatory Authority, Inc.; Order Granting Approval of Proposed Rule Change Relating to Post-Trade Transparency for Agency Pass-Through Mortgage-Backed Securities Traded in Specified Pool Transactions and SBA-Backed Asset-Backed Securities Transactions; Correction**

October 31, 2012.

**AGENCY:** Securities and Exchange Commission.

**ACTION:** Order; correction.

<sup>12</sup> 15 U.S.C. 78s(b)(3)(A)(ii).

<sup>13</sup> 17 CFR 200.30-3(a)(12).

**SUMMARY:** The Securities and Exchange Commission published a document in the **Federal Register** on October 26, 2012, concerning an Order Granting Approval of Proposed Rule Change Relating to Post-Trade Transparency for Agency Pass-Through Mortgage-Backed Securities Traded in Specified Pool Transactions and SBA-Backed Asset-Backed Securities Transactions. The document contained a typographical error.

**FOR FURTHER INFORMATION CONTACT:** Michael P. Bradley, Division of Trading and Markets, Securities and Exchange Commission, 100 F Street NE., Washington, DC 20549, (202) 551-5594.

#### Correction

In the **Federal Register** of October 26, 2012 in FR Doc. 2012-65436, on page 65437, in the seventh line in the paragraph under the heading "Regulatory Notice" in the second column, correct the reference to 180 days instead to 270 days.

Dated: October 31, 2012.

**Kevin M. O'Neill,**

*Deputy Secretary.*

[FR Doc. 2012-27081 Filed 11-6-12; 8:45 am]

**BILLING CODE 8011-01-P**

## DEPARTMENT OF STATE

[Public Notice 8080]

### Notification of Contact Information Change for the Benghazi Accountability Review Board

**SUMMARY:** On October 1, 2012, the Department of State announced the formation of the Benghazi Accountability Review Board (ARB) in the **Federal Register** (FR Doc. 2012-24504). Effective November 5, 2012, the ARB will permanently change offices. The main telephone number will change to (202) 647-2316. The main fax number will change to (202) 647-3301.

Dated: October 31, 2012.

**Patrick F. Kennedy,**

*Under Secretary of State for Management, Department of State.*

[FR Doc. 2012-27189 Filed 11-6-12; 8:45 am]

**BILLING CODE 4710-35-P**

## SUSQUEHANNA RIVER BASIN COMMISSION

### Projects Approved for Consumptive Uses of Water

**AGENCY:** Susquehanna River Basin Commission.

**ACTION:** Notice.

**SUMMARY:** This notice lists the projects approved by rule by the Susquehanna River Basin Commission during the period set forth in **DATES**.

**DATES:** September 1, 2012, through September 30, 2012.

**ADDRESSES:** Susquehanna River Basin Commission, 1721 North Front Street, Harrisburg, PA 17102-2391.

**FOR FURTHER INFORMATION CONTACT:** Richard A. Cairo, General Counsel, telephone: (717) 238-0423, ext. 306; fax: (717) 238-2436; email: [rcairo@srbc.net](mailto:rcairo@srbc.net). Regular mail inquiries may be sent to the above address.

**SUPPLEMENTARY INFORMATION:** This notice lists the projects, described below, receiving approval for the consumptive use of water pursuant to the Commission's approval by rule process set forth in 18 CFR 806.22(f) for the time period specified above:

#### Approvals by Rule Issued Under 18 CFR 806.22(f)

1. Southwestern Energy Production Company, Pad ID: ENDLESS MOUNTAIN RECREATION, ABR-201209001, New Milford Township, Susquehanna County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 4, 2012.

2. Talisman Energy USA Inc., Pad ID: 05 112 Abell G, ABR-201209002, Warren Township, Bradford County, Pa.; Consumptive Use of Up to 6.000 mgd; Approval Date: September 10, 2012.

3. Atlas Resources, LLC, Pad ID: Logue Pad B, ABR-201209003, Gamble Township, Lycoming County, Pa.; Consumptive Use of Up to 4.000 mgd; Approval Date: September 11, 2012.

4. WPX Energy Appalachia, LLC, Pad ID: Beckley Well Pad, ABR-201209004, Franklin Township, Susquehanna County, Pa.; Consumptive Use of Up to 4.000 mgd; Approval Date: September 11, 2012.

5. XTO Energy Incorporated, Pad ID: West Brown B, ABR-201209005, Moreland Township, Lycoming County, Pa.; Consumptive Use of Up to 4.500 mgd; Approval Date: September 14, 2012.

6. Southwestern Energy Production Company, Pad ID: WOOSMAN PAD, ABR-201209006, New Milford Township, Susquehanna County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 18, 2012.

7. Southwestern Energy Production Company, Pad ID: SWOPE PAD, ABR-201209007, Jackson Township, Susquehanna County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 18, 2012.

8. Southwestern Energy Production Company, Pad ID: MULLOY PAD, ABR-

201209008, Jackson Township, Susquehanna County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 18, 2012.

9. Southwestern Energy Production Company, Pad ID: MARVIN PAD, ABR-201209009, Jackson Township, Susquehanna County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 18, 2012.

10. Southwestern Energy Production Company, Pad ID: FREITAG PAD, ABR-201209010, Jackson Township, Susquehanna County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 18, 2012.

11. Chesapeake Appalachia, LLC, Pad ID: Gene, ABR-201209011, Overton Township, Bradford County, Pa.; Consumptive Use of Up to 7.500 mgd; Approval Date: September 24, 2012.

12. Chesapeake Appalachia, LLC, Pad ID: Yench, ABR-201209012, Monroe Township, Bradford County, Pa.; Consumptive Use of Up to 7.500 mgd; Approval Date: September 24, 2012.

13. SWEPI LP, Pad ID: Delaney 651, ABR-201209013, Sullivan Township, Tioga County, Pa.; Consumptive Use of Up to 4.000 mgd; Approval Date: September 24, 2012.

14. Chesapeake Appalachia, LLC, Pad ID: Blueberry Hill, ABR-201209014, Overton Township, Bradford County, Pa.; Consumptive Use of Up to 7.500 mgd; Approval Date: September 25, 2012.

15. Chesapeake Appalachia, LLC, Pad ID: Carr, ABR-201209015, Wilmot Township, Bradford County, Pa.; Consumptive Use of Up to 7.500 mgd; Approval Date: September 25, 2012.

16. Talisman Energy USA Inc., Pad ID: 01 099 Storch, ABR-201209016, Troy Township, Bradford County, Pa.; Consumptive Use of Up to 6.000 mgd; Approval Date: September 25, 2012.

17. Southwestern Energy Production Company, Pad ID: Cooley (Pad 2), ABR-201209017, Orwell Township, Bradford County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 25, 2012.

18. Southwestern Energy Production Company, Pad ID: Gypsy Hill-Eastabrook (Pad 5), ABR-201209018, Orwell Township, Bradford County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 25, 2012.

19. Southwestern Energy Production Company, Pad ID: Rabago Birk (Pad 10), ABR-201209019, Herrick and Standing Stone Townships, Bradford County, Pa.; Consumptive Use of Up to 4.999 mgd; Approval Date: September 25, 2012.

20. WPX Energy Appalachia, LLC, Pad ID: Wootton East Well Pad, ABR-201209020, Liberty Township, Susquehanna County, Pa.; Consumptive