

90 days of such date if it finds such longer period to be appropriate and publishes its reasons for so finding or (ii) as to which the Exchange consents, the Commission will:

(A) By order approve such proposed rule change, or

(B) Institute proceedings to determine whether the proposed rule change should be 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. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, DC 20549. 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 inspection and copying in the Commission's Public Reference Room, 450 Fifth Street, N.W., Washington, DC 20549. Copies of such filing will also be available for inspection and copying at the principal office of the Amex. All submissions should refer to File No. SR-AMEX-98-20 and should be submitted by August 24, 1998.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁷

Jonathan G. Katz,

Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-40223; File No. SR-Amex-98-26]

Self-Regulatory Organizations; Notice of Filing and Immediate Effectiveness of Proposed Rule Change by the American Stock Exchange, Inc. Relating to the Listed Company Filings With the Exchange

July 16, 1998.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934

("Act"),¹ and Rule 19b-4 thereunder,² notice is hereby given that on July 8, 1998, the American Stock Exchange, Inc. ("Amex" or "Exchange") filed with the Securities and Exchange Commission ("SEC" or "Commission") the proposed rule change as described in Items I, II and III below, which Items have been prepared by the Amex. 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 Amex proposes to amend Section 134, 1101 and 1102 of its Company Guide to cease requiring listed companies to file with the Exchange paper copies of material which they electronically file with the Commission. The Exchange also proposes to amend Section 402, 610, 623, 701, 922, 930 and 940 of the Company Guide to reduce, in certain instances, the number of copies of documents which must be filed with the Exchange. The Exchange further proposes to amend Section 210 to conform it to rule changes that the Commission adopted with respect to SEC Form 8-A.³

The text of the proposed rule change is available at the Office of the Secretary, the Amex, and at the Commission.

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

In its filing with the Commission, the Amex 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 Amex 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

Under the Federal securities laws, companies listed on national securities exchanges are required to file with the Commission and their listed

marketplace various reports including, for example, proxy statements and annual and interim financial reports. The Exchange's review of these filings plays a central role in the ongoing process of monitoring corporate transactions as well as in evaluating compliance with the Exchange's continued listing guidelines.

Over the past several years, the Commission has phased-in a requirement that domestic issuers file their reports electronically through the Commission's Electronic Data Gathering, Analysis, and Retrieval ("EDGAR") system although certain documents, such as annual reports to shareholders, may, but are not required to be filed electronically. Similarly, non-U.S. issuers may, but are not required to, file electronically.

To relieve listed companies of the burden and cost of providing separate paper copies of their SEC filings to the Exchange, the Amex is proposing to amend Section 1101 of its Company Guide to provide that a company which files any of the specified documents with the Commission electronically will be deemed to have satisfied its comparable Exchange filing requirement.⁴ The only exception will be for the EDGAR-optional annual reports to shareholders. The Exchange believes that since issuers' annual reports will continue to be mailed in hard copy to shareholders, it will not be burdensome to the listed companies to continue to provide paper copies to the Exchange. In addition, the Amex believes this distinction is appropriate because annual reports often contain relevant material which is not susceptible to electronic transmission.

Implementation of this proposal also requires that the Commission provide "no action" relief from the statutory requirements that exchange-listed issuers file copies of their filings directly with their marketplaces. The Exchange is submitting a request for such relief under separate cover.⁵

The Exchange believes that elimination of paper filings with the Exchange will not impair the Exchange's regulatory process since the Amex has a contractual arrangement with a commercial vendor which provides real-time access to the EDGAR

⁴ The Amex represents that its "Guide to Filing Requirements" will be similarly amended.

⁵ The proposed rule change, although immediately effective pursuant to Section 19(b)(3)(A), will not be implemented until the Exchange receives approval from the Commission of its related request for no action relief.

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ See Securities Exchange Act Release No. 38850 (July 18, 1997) 62 FR 39755 (July 24, 1997) (S7-15-96) (Adopting Phase 2 Recommendations of Task Force on Disclosure Simplification).

⁷ 17 CFR 200.30-3(a)(12).

system⁶ and will use that access to continue to monitor and review SEC filings made by listed companies.

The Exchange is also proposing to reduce, in certain instances, the number of copies which still need to be filed with the Exchange.⁷ In addition, the Exchange is proposing to eliminate Section 1102 (and the reference to that section in Section 134) because part of Section 1102 is redundant of provisions otherwise found in the Company Guide and the balance more logically falls within Section 1101.

Finally, the Exchange is proposing to amend Section 210 to conform it to amendments which were adopted by the Commission with respect to SEC Form 8-A.⁸

2. Statutory Basis

The Amex believes the proposed rule change is consistent with the requirements of Section 6(b)(5) of the Act⁹ in general and furthers the objectives of Section 6(b)(5)¹⁰ in particular in that it is designed to promote just and equitable principles of trade, remove impediments to and perfect the mechanism of a free and open market and a national market system, and to protect investors and the public interest.

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

The proposed rule change will impose no burden on competition.

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

No written comments were solicited or received with respect to the proposed rule change.

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

The foregoing rule change constitutes a stated policy, practice, or interpretation with respect to the meaning, administration, or enforcement of an existing rule of the

Exchange and therefore, has become effective pursuant to Section 19(b)(3)(A)(i) of the Act,¹¹ and subparagraph (e) of Rule 19b-4 thereunder.¹² The Amex will not implement the proposed rule change until the Commission approves the Exchange's related request for no action relief providing, among other things, that exchange-listed issuers filing documents electronically through the EDGAR system need not file hard copies with the Exchange.

At any time within 60 days of the filing of such proposed rule change, the Commission may summarily abrogate 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.

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. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street NW., Washington, DC 20549. Copies of the submissions, 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 inspection and copying in the Commission's Public Reference Room, 450 Fifth Street, NW., Washington, DC 20549. Copies of such filing will also be available for inspection and copying at the principal office of the NYSE. All submissions should refer to File No. SR-Amex-98-26 and should be submitted by August 13, 1998.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.¹³

Jonathan G. Katz,

Secretary.

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-40221; File No. SR-CBOE-98-21]

Self-Regulatory Organizations; Notice of Filing of Proposed Rule Change by the Chicago Board Options Exchange, Incorporated Relating to Minimum Opening Transaction Size in FLEX Equity Options

July 16, 1998.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),¹ notice is hereby given that on May 18, 1998, the Chicago Board Options Exchange, Incorporated ("CBOE or Exchange") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the CBOE. 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 CBOE proposes to change the required minimum value size for an opening transaction in any FLEX Equity Option² series which has no open interest, such that the minimum value size shall be the lesser of 250 contracts or the number of contracts overlying \$1 million of the underlying securities.

The text of the proposed rule change is available at the Office of the Secretary, CBOE and at the Commission.

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

In its filing with the Commission, the CBOE included statements concerning the purpose of, and statutory 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 CBOE has prepared summaries, set forth in sections A, B, and C below, of the most significant parts of such statements.

¹ 15 U.S.C. 78s(b)(1).

² FLEX equity options are flexible exchange-traded options contracts which overlie equity securities. In addition, FLEX equity options provide investors with the ability to customize basic option features including size, expiration date, exercise style, and certain exercise prices.

⁶ The Exchange represents that it has obtained real-time access to all EDGAR filings made by Exchange-listed companies through a "Level 1" subscription with a commercial vendor. Telephone conversation between Claudia Crowley, Special Counsel, Amex, and Deborah Flynn, Division of Market Regulation, Commission, on July 16, 1998.

⁷ The Commission notes that listed companies will continue to have to file with the Amex paper copies of certain documents that are not required by the Commission to be filed through EDGAR. Such documents include, for example, notices to shareholders and press release.

⁸ See note 3, *supra*.

⁹ 15 U.S.C. 78f.

¹⁰ 15 U.S.C. 78f(b)(5).

¹¹ 15 U.S.C. 78s(b)(3)(A)(i).

¹² 17 CFR 240.19b-4.

¹³ 17 CFR 200.30-3(a)(12).