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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
Form 19b-4

File No. * SR 2026 - * 008

Amendment No. (req. for Amendments *)

Filing by The Depository Trust Company

Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

Initial * <input checked="" type="checkbox"/>	Amendment * <input type="checkbox"/>	Withdrawal <input type="checkbox"/>	Section 19(b)(2) * <input type="checkbox"/>	Section 19(b)(3)(A) * <input checked="" type="checkbox"/>	Section 19(b)(3)(B) * <input type="checkbox"/>
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Pilot <input type="checkbox"/>	Extension of Time Period for Commission Action * <input type="checkbox"/>	Date Expires * <input type="text"/>	Rule <input type="checkbox"/> 19b-4(f)(1) <input checked="" type="checkbox"/> 19b-4(f)(4) <input type="checkbox"/> 19b-4(f)(2) <input type="checkbox"/> 19b-4(f)(5) <input type="checkbox"/> 19b-4(f)(3) <input type="checkbox"/> 19b-4(f)(6)
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Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010
Section 806(e)(1) *

Section 806(e)(2) *

Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934
Section 3C(b)(2) *

Exhibit 2 Sent As Paper Document

Exhibit 3 Sent As Paper Document

Description

Provide a brief description of the action (limit 250 characters, required when Initial is checked *).

Amend the Settlement Service Guide

Contact Information

Provide the name, telephone number, and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the action.

First Name * Last Name *

Title *

E-mail *

Telephone * Fax

Signature

Pursuant to the requirements of the Securities Exchange of 1934, The Depository Trust Company has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

Date (Title *)

By (Name *)

NOTE: Clicking the signature block at right will initiate digitally signing the form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.

Date: 2026.06.10
16:37:29 -04'00'

Required fields are shown with yellow backgrounds and astericks.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFS website.

Form 19b-4 Information *

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Narrative - Settlement Guide - 2026-0610

The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.

Exhibit 1 - Notice of Proposed Rule Change *

Add Remove View

Exh 1A - Settlement Guide - 2026-0610

The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 1A - Notice of Proposed Rule Change, Security-Based Swap Submission, or Advanced Notice by Clearing Agencies *

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The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 2- Notices, Written Comments, Transcripts, Other Communications

Add Remove View

Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.

Exhibit Sent As Paper Document

Exhibit 3 - Form, Report, or Questionnaire

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Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.

Exhibit Sent As Paper Document

Exhibit 4 - Marked Copies

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The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.

Exhibit 5 - Proposed Rule Text

Add Remove View

Exh 5 - Settlement Guide - 2026-0610

The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change

Partial Amendment

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If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

1. Text of the Proposed Rule Change

(a) The proposed rule change of The Depository Trust Company (“DTC”) is provided in Exhibit 5.

(b) Not applicable.

(c) Not applicable.

2. Procedures of the Clearing Agency

The proposed rule change was approved by a Deputy General Counsel of DTC on June 10, 2026, pursuant to delegated authority from DTC’s Board of Directors.

3. Clearing Agency’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

(a) Purpose

DTC proposes to amend its Settlement Service Guide (“Settlement Guide”)¹ to clarify the language and update the use around premium payment orders (“PPOs”), securities payment orders (“SPOs”), and settlement progress payments (“SPPs”) at DTC.²

Background

The Settlement Guide describes how payments can be made through DTC using PPOs, SPOs, and SPPs.³ However, DTC has determined that the current language in the Settlement Guide regarding PPOs, SPOs, and SPPs is unintentionally limiting and, generally, could be clearer. For example, in the *Payment Orders* section of the Settlement Guide,⁴ the language

¹ Available at www.dtcc.com/-/media/Files/Downloads/legal/service-guides/Settlement.pdf. The Settlement Guide is a Procedure of DTC. Pursuant to the DTC Rules, By-laws, Organization Certificate (“DTC Rules”), the term “Procedures” means the Procedures, service guides, and regulations of DTC adopted pursuant to DTC Rule 27 (Procedures), as amended from time to time. DTC Rule 1 (Definitions; Governing Law), Section 1, available at www.dtcc.com/-/media/Files/Downloads/legal/rules/dtc_rules.pdf. DTC’s Procedures are filed with the U.S. Securities and Exchange Commission (“Commission”). They are binding on DTC and each Participant in the same manner as they are bound by the DTC Rules. DTC Rule 27 (Procedures), id.

² Capitalized terms not defined herein shall have the meaning assigned to such terms in the Settlement Guide or DTC Rules, id.

³ Settlement Guide, id. at 56-57, 66.

⁴ Id. at 56-57.

explaining the use of PPOs and SPOs suggests that the described and bulleted use cases are the only use cases available to Participants, which is not the case as DTC is not in a position to know the exact reasons why Participants use those payment functions. Similarly, in the *Settlement Progress Payments* section of the Settlement Guide,⁵ the language describing the use of SPPs does not allow for a Participant to withdraw SPP funds unless they were the Participant that submitted the SPP, notwithstanding a situation where the Participants and DTC would agree otherwise.

To address these points and to improve the overall clarity of the Settlement Guide around PPOs, SPOs, and SPPs, DTC is proposing several changes described below.

Proposed Changes Regarding Payment Orders

DTC proposes to update the *Payment Orders* section of the Settlement Guide to (i) more clearly describe what a payment order authorizes DTC to do, (ii) no longer suggest that the described use cases are the only use cases, and (iii) add a new sample use case.

Specifically, DTC would update the *About the Product* subsection to more simply explain that a Participant's payment order authorizes DTC to "credit and debit corresponding payee and payor accounts at DTC based on Participant instructions and satisfaction of all applicable DTC risk management controls before the order is processed." Although the existing language covers the same idea, the language is less clear and more process oriented.

In the *How the Product Works* subsection regarding PPOs and SPOs, DTC would add the words "typically," "sample," and "could," to indicate that the described use cases are not the only use cases but, instead, are just that – typical and sample use cases. Additionally, DTC would add another sample SPO use case to the subsection.

The new use case would facilitate the capability of a Participant delivering securities for value (the payee Participant) to make an intraday withdrawal of funds that the Participant receiving the securities for value (the payor Participant) would choose to fund with an SPP, as separately agreed between the Participants and DTC. To effectuate this capability, (i) the payor Participant would direct an SPP to credit a DTC designated account (the conduit account) instead of its own settlement account; (ii) the payor Participant then would initiate an SPO to debit the conduit account and credit its settlement account the same value as the SPP (as though the payor Participant had directed the SPP to credit its own account); then (iii) the payee Participant would have DTC process an SPO to debit the payee Participant's settlement account and credit the conduit account an amount not to exceed the lesser of (A) the payee Participant's net credit balance and (B) the payor Participant's SPP; and finally (iv) the payee Participant would have DTC facilitate an SPP Returns/P&I Withdrawal Request to withdraw the corresponding SPP amount from the conduit account, as though it were withdrawing an SPP from its own account.

⁵ Id. at 66.

Proposed Changes Regarding Settlement Progress Payments

DTC proposes to update the *Settlement Progress Payments* section of the Settlement Guide to (i) clarify where SPPs are wired and the time by which SPPs need to be received; (ii) more clearly and simply state that the withdrawal of an SPP is subject to DTC risk management controls; (iii) note that Participants can designate a bank other than their DTC Settlement Bank for delivery of funds subject to a withdrawal request; and (iv) clarify the steps DTC would take to process at withdrawal request.

Specifically, DTC would update the *About the Product* subsection to (i) replace a reference to “your DTC account” with just “DTC” regarding where SPPs are wired because SPPs are not technically wired to the Participant’s DTC account, as the language currently suggests; rather, they are wired to DTC (i.e., a DTC account at the Federal Reserve) and then onward credited by DTC to the applicable account; and (ii) restructure the sentence about when SPPs should be received to clarify that they should be received prior to DTC’s valued recycle cutoff time, which normally occurs at 3:10 p.m., and not that 3:10 p.m. itself is the deadline to avoid valued transactions dropping, as the language currently suggests.

DTC also would update the *Returning an SPP* subsection to (i) improve the language, generally; (ii) replace language about how SPPs submitted earlier in a day can be withdrawn down to a zero balance and, instead, simply state that the withdrawal of an SPP is subject to DTC’s risk management controls, as such controls would not allow the return of funds to put the account in a debit balance, as already noted in the subsection; (iii) permit Participants to designate a bank other than their Settlement Bank to receive withdrawn funds, if agreed with DTC; and (iv) remove language about DTC debiting withdrawn SPP funds, as that would clearly be the case if DTC subsequently wires the funds, and, instead, more clearly explain how DTC reviews the withdrawal request against DTC’s risk management controls and, if sufficient, will then wire the funds.

It should be noted that none of the proposed changes in this filing change or affect DTC’s end-of-day settlement process or settlement finality, or bypass any DTC risk management controls, nor do the changes create any new obligations on Participants as nothing proposed is required. More specifically, with respect to the sample SPO use case to be added regarding earlier access to SPP funds, delivering or withdrawing SPPs does not change when or how DTC completes its end-of-day settlement process, nor does it change when a Participant’s settlement obligations are considered complete (which, for value transactions, is not until the successful completion of DTC’s end-of-day settlement). Rather, delivering and withdrawing SPPs simply changes the number of credits a Participant has for end-of-day settlement. If SPPs are delivered, then the applicable Participant will have more settlement credits. If they are withdrawn, then the applicable Participant will have less. Additionally, the described conduit account can never be in a debit balance as it is subject to DTC’s risk management controls. Ultimately, the proposed use case is merely describing an operational process available through DTC, using existing payment order functions as agreed by the parties.

(b) Statutory Basis

Section 17A(b)(3)(F) of the Securities Exchange Act of 1934 (“Act”) requires, in part, that the DTC Rules be designed to promote the prompt and accurate clearance and settlement of securities transactions and, in general, to protect investors and the public interest.⁶ DTC believes this proposed rule change is consistent with Section 17A(b)(3)(F) of the Act.

As described above, DTC proposes to update the Settlement Guide to (i) clarify the use of PPOs and SPOs, generally; (ii) add another sample use case for SPOs (and SPPs); (iii) clarify the use and function around SPPs; and (iv) allow SPPs to be withdrawn intraday as agreed between the Participants and DTC. By improving the overall clarity of the language on the use and function of PPOs, SPOs, and SPPs, including the broader use cases of PPOs and SPOs, Participants will be better informed when using the payments for their securities transactions. Similarly, by adding a new use case and greater functionality, Participants will be better equipped to clear and settle their securities transactions at DTC, which not only benefits DTC and its Participants, but also the market more broadly. For these reasons, DTC believes that the proposed changes are consistent with Section 17A(b)(3)(F) of the Act, cited above.

4. Self-Regulatory Organization’s Statement on Burden on Competition

DTC does not believe that the proposed rule change would impose a burden or otherwise have a significant impact on competition. Aside from simply clarifying the language in the Settlement Guide around PPOs, SPOs, and SPPs, the proposed changes would create greater flexibility for Participants, without creating any risk for DTC. As described above, the proposed changes do not affect DTC’s end-of-day settlement process or settlement finality, or bypass any DTC risk management controls, nor do the changes create any new obligations on Participants as nothing proposed is required. Therefore, DTC believes the proposed rule change would not impose any burden on competition.

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

DTC has not received or solicited any written comments relating to this proposal. If any written comments are received, DTC will amend this filing to publicly file such comments as an Exhibit 2 to this filing, as required by Form 19b-4 and the General Instructions thereto.

Persons submitting comments are cautioned that, according to Section IV (Solicitation of Comments) of the Exhibit 1A in the General Instructions to Form 19b-4, the Commission does not edit personal identifying information from comment submissions. Commenters should submit only information that they wish to make available publicly, including their name, email address, and any other identifying information.

All prospective commenters should follow the Commission’s instructions on how to submit comments, available at www.sec.gov/rules-regulations/how-submit-comment. General questions regarding the rule filing process or logistical questions regarding this filing should be

⁶ 15 U.S.C. 78q-1(b)(3)(F).

directed to the Main Office of the SEC's Division of Trading and Markets at tradingandmarkets@sec.gov or 202-551-5777.

DTC reserves the right to not respond to any comments received.

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)

(a) The proposed rule change is to take effect immediately upon filing pursuant to paragraph (A) of Section 19(b)(3) of the Act⁷ and Rule 19b-4(f)(4) thereunder.⁸

(b) The proposed changes to the Settlement Guide would effect changes in an existing service of DTC that (i) would not adversely affect the safeguarding of securities or funds in the custody or control of DTC or for which it is responsible, and (ii) would not significantly affect the respective rights or obligations of DTC or users of DTC's services,⁹ as the proposed rule change would simply (A) clarify the language in the Settlement Guide around PPOs, SPOs, and SPPs, and (B) create greater flexibility for Participants in their use of PPOs, SPOs, and SPPs, without affecting risk, rights, or obligations at DTC or its Participants, as described above.

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 will institute proceedings to determine whether the proposed rule should be approved or disapproved.

(c) Not applicable.

(d) Not applicable.

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

Not applicable.

⁷ 15 U.S.C. 78s(b)(3)(A).

⁸ 17 CFR 240.19b-4(f)(4).

⁹ Id.

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

Not applicable.

10. Advance Notice Filed Pursuant to Section 806(e) of the Payment, Clearing, and Settlement Supervision Act of 2010

Not applicable.

11. Exhibits

Exhibit 1 – Not applicable.

Exhibit 1A – Notice of proposed rule change for publication in the Federal Register.

Exhibit 2 – Not applicable.

Exhibit 3 – Not applicable.

Exhibit 4 – Not applicable.

Exhibit 5 – Proposed changes to the Settlement Service Guide.

EXHIBIT 1A

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34-[_____]; File No. SR-DTC-2026-008)

[DATE]

Self-Regulatory Organizations; The Depository Trust Company; Notice of Filing and Immediate Effectiveness of a Proposed Rule Change to Amend the Settlement Service Guide

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 June __, 2026, The Depository Trust Company (“DTC”) 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 clearing agency. DTC filed the proposed rule change pursuant to Section 19(b)(3)(A) of the Act³ and Rule 19b-4(f)(4) thereunder.⁴ The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Clearing Agency’s Statement of the Terms of Substance of the Proposed Rule Change

The proposed rule change of DTC consists of amendments to its Settlement Service Guide (“Settlement Guide”)⁵ to clarify the language and update the use around

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ 15 U.S.C. 78s(b)(3)(A).

⁴ 17 CFR 240.19b-4(f)(4).

⁵ Available at www.dtcc.com/-/media/Files/Downloads/legal/service-guides/Settlement.pdf. The Settlement Guide is a Procedure of DTC. Pursuant to the DTC Rules, By-laws, Organization Certificate (“DTC Rules”), the term “Procedures” means the Procedures, service guides, and regulations of DTC adopted pursuant to DTC Rule 27 (Procedures), as amended from time to time.

premium payment orders (“PPOs”), securities payment orders (“SPOs”), and settlement progress payments (“SPPs”) at DTC.⁶

II. Clearing Agency’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the clearing agency 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 clearing agency has prepared summaries, set forth in sections A, B, and C below, of the most significant aspects of such statements.

(A) Clearing Agency’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

1. Purpose

DTC proposes to amend the Settlement Guide to clarify the language and update the use around PPOs, SPOs, and SPPs at DTC.

Background

The Settlement Guide describes how payments can be made through DTC using PPOs, SPOs, and SPPs.⁷ However, DTC has determined that the current language in the

DTC Rule 1 (Definitions; Governing Law), Section 1, available at www.dtcc.com/-/media/Files/Downloads/legal/rules/dtc_rules.pdf. DTC’s Procedures are filed with the Commission. They are binding on DTC and each Participant in the same manner as they are bound by the DTC Rules. DTC Rule 27 (Procedures), id.

⁶ Capitalized terms not defined herein shall have the meaning assigned to such terms in the Settlement Guide or DTC Rules, id.

⁷ Settlement Guide, id. at 56-57, 66.

Settlement Guide regarding PPOs, SPOs, and SPPs is unintentionally limiting and, generally, could be clearer. For example, in the *Payment Orders* section of the Settlement Guide,⁸ the language explaining the use of PPOs and SPOs suggests that the described and bulleted use cases are the only use cases available to Participants, which is not the case as DTC is not in a position to know the exact reasons why Participants use those payment functions. Similarly, in the *Settlement Progress Payments* section of the Settlement Guide,⁹ the language describing the use of SPPs does not allow for a Participant to withdraw SPP funds unless they were the Participant that submitted the SPP, notwithstanding a situation where the Participants and DTC would agree otherwise.

To address these points and to improve the overall clarity of the Settlement Guide around PPOs, SPOs, and SPPs, DTC is proposing several changes described below.

Proposed Changes Regarding Payment Orders

DTC proposes to update the *Payment Orders* section of the Settlement Guide to (i) more clearly describe what a payment order authorizes DTC to do, (ii) no longer suggest that the described use cases are the only use cases, and (iii) add a new sample use case.

Specifically, DTC would update the *About the Product* subsection to more simply explain that a Participant's payment order authorizes DTC to "credit and debit corresponding payee and payor accounts at DTC based on Participant instructions and satisfaction of all applicable DTC risk management controls before the order is

⁸ Id. at 56-57.

⁹ Id. at 66.

processed.” Although the existing language covers the same idea, the language is less clear and more process oriented.

In the *How the Product Works* subsection regarding PPOs and SPOs, DTC would add the words “typically,” “sample,” and “could,” to indicate that the described use cases are not the only use cases but, instead, are just that – typical and sample use cases. Additionally, DTC would add another sample SPO use case to the subsection.

The new use case would facilitate the capability of a Participant delivering securities for value (the payee Participant) to make an intraday withdrawal of funds that the Participant receiving the securities for value (the payor Participant) would choose to fund with an SPP, as separately agreed between the Participants and DTC. To effectuate this capability, (i) the payor Participant would direct an SPP to credit a DTC designated account (the conduit account) instead of its own settlement account; (ii) the payor Participant then would initiate an SPO to debit the conduit account and credit its settlement account the same value as the SPP (as though the payor Participant had directed the SPP to credit its own account); then (iii) the payee Participant would have DTC process an SPO to debit the payee Participant’s settlement account and credit the conduit account an amount not to exceed the lesser of (A) the payee Participant’s net credit balance and (B) the payor Participant’s SPP; and finally (iv) the payee Participant would have DTC facilitate an SPP Returns/P&I Withdrawal Request to withdraw the corresponding SPP amount from the conduit account, as though it were withdrawing an SPP from its own account.

Proposed Changes Regarding Settlement Progress Payments

DTC proposes to update the *Settlement Progress Payments* section of the Settlement Guide to (i) clarify where SPPs are wired and the time by which SPPs need to be received; (ii) more clearly and simply state that the withdrawal of an SPP is subject to DTC risk management controls; (iii) note that Participants can designate a bank other than their DTC Settlement Bank for delivery of funds subject to a withdrawal request; and (iv) clarify the steps DTC would take to process at withdrawal request.

Specifically, DTC would update the *About the Product* subsection to (i) replace a reference to “your DTC account” with just “DTC” regarding where SPPs are wired because SPPs are not technically wired to the Participant’s DTC account, as the language currently suggests; rather, they are wired to DTC (i.e., a DTC account at the Federal Reserve) and then onward credited by DTC to the applicable account; and (ii) restructure the sentence about when SPPs should be received to clarify that they should be received prior to DTC’s valued recycle cutoff time, which normally occurs at 3:10 p.m., and not that 3:10 p.m. itself is the deadline to avoid valued transactions dropping, as the language currently suggests.

DTC also would update the *Returning an SPP* subsection to (i) improve the language, generally; (ii) replace language about how SPPs submitted earlier in a day can be withdrawn down to a zero balance and, instead, simply state that the withdrawal of an SPP is subject to DTC’s risk management controls, as such controls would not allow the return of funds to put the account in a debit balance, as already noted in the subsection; (iii) permit Participants to designate a bank other than their Settlement Bank to receive withdrawn funds, if agreed with DTC; and (iv) remove language about DTC debiting

withdrawn SPP funds, as that would clearly be the case if DTC subsequently wires the funds, and, instead, more clearly explain how DTC reviews the withdrawal request against DTC's risk management controls and, if sufficient, will then wire the funds.

It should be noted that none of the proposed changes in this filing change or affect DTC's end-of-day settlement process or settlement finality, or bypass any DTC risk management controls, nor do the changes create any new obligations on Participants as nothing proposed is required. More specifically, with respect to the sample SPO use case to be added regarding earlier access to SPP funds, delivering or withdrawing SPPs does not change when or how DTC completes its end-of-day settlement process, nor does it change when a Participant's settlement obligations are considered complete (which, for value transactions, is not until the successful completion of DTC's end-of-day settlement). Rather, delivering and withdrawing SPPs simply changes the number of credits a Participant has for end-of-day settlement. If SPPs are delivered, then the applicable Participant will have more settlement credits. If they are withdrawn, then the applicable Participant will have less. Additionally, the described conduit account can never be in a debit balance as it is subject to DTC's risk management controls. Ultimately, the proposed use case is merely describing an operational process available through DTC, using existing payment order functions as agreed by the parties.

2. Statutory Basis

Section 17A(b)(3)(F) of the Act requires, in part, that the DTC Rules be designed to promote the prompt and accurate clearance and settlement of securities transactions

and, in general, to protect investors and the public interest.¹⁰ DTC believes this proposed rule change is consistent with Section 17A(b)(3)(F) of the Act.

As described above, DTC proposes to update the Settlement Guide to (i) clarify the use of PPOs and SPOs, generally; (ii) add another sample use case for SPOs (and SPPs); (iii) clarify the use and function around SPPs; and (iv) allow SPPs to be withdrawn intraday as agreed between the Participants and DTC. By improving the overall clarity of the language on the use and function of PPOs, SPOs, and SPPs, including the broader use cases of PPOs and SPOs, Participants will be better informed when using the payments for their securities transactions. Similarly, by adding a new use case and greater functionality, Participants will be better equipped to clear and settle their securities transactions at DTC, which not only benefits DTC and its Participants, but also the market more broadly. For these reasons, DTC believes that the proposed changes are consistent with Section 17A(b)(3)(F) of the Act, cited above.

(B) Clearing Agency's Statement on Burden on Competition

DTC does not believe that the proposed rule change would impose a burden or otherwise have a significant impact on competition. Aside from simply clarifying the language in the Settlement Guide around PPOs, SPOs, and SPPs, the proposed changes would create greater flexibility for Participants, without creating any risk for DTC. As described above, the proposed changes do not affect DTC's end-of-day settlement process or settlement finality, or bypass any DTC risk management controls, nor do the changes create any new obligations on Participants as nothing proposed is required.

¹⁰ 15 U.S.C. 78q-1(b)(3)(F).

Therefore, DTC believes the proposed rule change would not impose any burden on competition.

(C) Clearing Agency's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

DTC has not received or solicited any written comments relating to this proposal. If any written comments are received, DTC will amend this filing to publicly file such comments as an Exhibit 2 to this filing, as required by Form 19b-4 and the General Instructions thereto.

Persons submitting comments are cautioned that, according to Section IV (Solicitation of Comments) of the Exhibit 1A in the General Instructions to Form 19b-4, the Commission does not edit personal identifying information from comment submissions. Commenters should submit only information that they wish to make available publicly, including their name, email address, and any other identifying information.

All prospective commenters should follow the Commission's instructions on how to submit comments, available at www.sec.gov/rules-regulations/how-submit-comment. General questions regarding the rule filing process or logistical questions regarding this filing should be directed to the Main Office of the SEC's Division of Trading and Markets at tradingandmarkets@sec.gov or 202-551-5777.

DTC reserves the right to not respond to any comments 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) of the Act¹¹ and paragraph (f) of Rule 19b-4 thereunder.¹² 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.

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 (www.sec.gov/rules/sro.shtml); or
- Send an e-mail to rule-comments@sec.gov. Please include File Number SR-DTC-2026-008 on the subject line.

Paper Comments:

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

All submissions should refer to File Number SR-DTC-2026-008. This file number should be included on the subject line if e-mail is used. To help the Commission process and

¹¹ 15 U.S.C. 78s(b)(3)(A).

¹² 17 CFR 240.19b-4(f).

review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet website (www.sec.gov/rules/sro.shtml). Copies of the filing will be available for inspection and copying at the principal office of DTC and on DTCC's website (www.dtcc.com/legal/sec-rule-filings). 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-DTC-2026-008 and should be submitted on or before [insert date 21 days after publication in the Federal Register].

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

Secretary

¹³ 17 CFR 200.30-3(a)(12).

Bold and underlined text indicates proposed added language.

~~**Bold and strikethrough text**~~ indicates proposed deleted language.

Settlement Service Guide

* * *

Payment Orders

About the Product

DTC's Payment Order service allows you to settle money payments for transactions that were processed separately. A payment order authorizes DTC to credit ~~the payee Participant's settlement account with the specified amount and to debit the payor Participant's settlement account for the same amount.~~ **All payment orders must satisfy the payor Participant's and debit corresponding payee and payor accounts at DTC based on Participant instructions and satisfaction of all applicable DTC risk management controls before ~~being~~the order is processed.**

How the Product Works

Premium Payment Order (PPO) and Securities Payment Order (SPO)

A Participant wanting to collect money (the payee Participant) from another Participant (the payor Participant) first contacts the payor Participant to reach agreement on the amount payable. The payee Participant then submits to DTC a premium payment order (PPO) or a securities payment order (SPO). The PPO is **typically** used to collect a net option contract premium for an opening writing or closing purchase transaction. The SPO is **typically** used to collect a mark-to-market payment based on the difference between the current and previous market value of an open securities contract.

The following are **typical sample** situations in which you ~~would~~**could** use PPOs and SPOs.

- A bank's customer writes an opening call option. Through DTC the bank deposits underlying securities with the Options Clearing Corporation (OCC). The bank (the payee Participant) submits to DTC a PPO crediting its settlement account for the amount of the net option contract premium and debiting the account of the broker (the payor Participant) for the same amount.
- A bank's customer purchases a closing call option. OCC releases underlying securities previously deposited with it through DTC. The broker (the payee Participant) submits to DTC a PPO crediting its settlement account for the amount of the net option premium and debiting the account of the bank (the payor Participant) for the same amount.
- A Participant delivers securities to another Participant through DTC in a stock loan transaction. Thereafter, the market value of the securities increases significantly. The lender (the payee Participant) submits an SPO to DTC crediting its settlement account for the amount of the difference between the original and new market values and debiting the account of the borrower (the payor Participant) for the same amount.
- **To facilitate the capability of a Participant delivering securities for value (the payee Participant) to make an intraday withdrawal of funds that the Participant receiving the securities for value (the payor Participant) would choose to fund with an SPP, as separately agreed between the Participants and DTC, (i) payor Participant would direct an**

SPP to credit a DTC designated account (the conduit account) instead of its own settlement account; (ii) payor Participant would initiate an SPO to debit the conduit account and credit its settlement account the same value as the SPP (as though the payor Participant had directed the SPP to credit its own account); (iii) payee Participant would have DTC process an SPO to debit the payee Participant's settlement account and credit the conduit account an amount not to exceed the lesser of (A) payee Participant's net credit balance and (B) payor Participant's SPP; and then (iv) payee Participant would have DTC facilitate an SPP Returns/P&I Withdrawal Request to withdraw the corresponding SPP amount from the conduit account, as though it were withdrawing an SPP from its own account.

* * *

Settlement Progress Payments

About the Product

If you approach or reach your net debit cap or have insufficient collateral, you can continue to receive deliveries (and avoid having transactions recycle) by wiring Fed fund payments to ~~your~~ DTC ~~account~~. This procedure is called Settlement Progress Payments (SPP).

Note- SPPs must be received by prior to the valued recycle cutoff time, which normally occurs at 3:10 p.m. eastern time, in order to prevent valued transactions from dropping ~~at the 3:10 p.m. valued recycle cutoff.~~

Submitting an SPP

Your SPP instructions should conform to the Fedwire formatting standards for Fed fund transfers. Participants should prepare and submit wire instructions in accordance with guidance updated and published by DTC from time to time.

Returning an SPP

Using the SPP Returns/P&I Withdrawal Request, you can request ~~that DTC return~~ the withdrawal of all or a portion of an SPP, subject to DTC's risk management controls you submitted earlier in the day down to a zero balance. You can request that these payments be wired to your DTC Settlement Bank, or another designated bank agreed with DTC, intraday, before the settlement period. Contact your Relationship Manager to obtain access to this update capability. DTC must receive your request no later than 3:20 p.m. eastern time. When DTC receives your ~~reversal~~ request, it:

- ~~Debits the amount from your settlement account providing~~ reviews whether you have sufficient collateral and a credit balance. to process the request under DTC's risk management controls, and
- ~~Returns~~ if sufficient, sends the funds via Fedwire to your Settling Bank as indicated on your standing wire instructions with DTC or as otherwise agreed.

Note- DTC will not return the funds if doing so would put your account into a debit balance.

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