

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34-57618; File No. SR-BSE-2008-21)

April 4, 2008

Self-Regulatory Organizations; Boston Stock Exchange, Inc., Notice of Filing and Immediate Effectiveness of Proposed Rule Change, as Modified by Amendment No. 2 Thereto, Relating to Exchange Fees and Charges

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 March 27, 2008, the Boston Stock Exchange, Inc. (“BSE” 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 substantially by the Exchange. On April 2, 2008, the BSE filed Amendment No. 1 to the proposed rule change.³ On April 3, 2008, the Exchange withdrew Amendment No. 1 and simultaneously filed Amendment No. 2 to the proposal.⁴ BSE has designated this proposal as one establishing or changing a due, fee, or other charge imposed by the Exchange under Section 19(b)(3)(A),⁵ and Rule 19b-4(f)(2) thereunder,⁶ which renders the proposal effective upon filing with the Commission. The Commission is publishing this notice to solicit comments on the proposed rule change, as modified by Amendment No. 2, from interested persons.

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ Amendment No. 1 eliminated from the original filing reference to Section 7.c. (“Intermarket Linkage Transactions”) of the BSE Fee Schedule. Any proposed changes to Section 7.c. of the BSE Fee Schedule will be the subject of a separate filing.

⁴ Amendment No. 2 corrected two typographical errors in the rule text set forth in Amendment No. 1. Amendment No. 2 superseded and replaced the previously filed Amendment 1 in its entirety.

⁵ 15 U.S.C. 78s(b)(3)(A).

⁶ 17 CFR 240.19b-4(f)(2).

