

March 28, 2023

Vanessa A. Countryman
Secretary
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 205499-1090
rule-comments@sec.gov

Re: File No. S7-32-22 Best Execution

Dear Ms. Countryman,

As a household investor, I want to express my deepest appreciation for the dedication and hard work it takes to create more competition and transparency in the market. I am grateful for the opportunity to comment on the proposed enhancements and to share my thoughts with you.

While I have previously submitted a letter with comments across 4 proposals, I am writing individually to ensure the strictest relevance to each individual proposal. The recommended enhancements in File numbers S7-29-22, S7-30-22, S7-31-22, and S7-31-22 constitute some of the most significant changes to U.S. equity market structure since Regulation NMS was implemented in 2005. This is an encouraging step forward, and it is important that these rules are not diluted with exceptions, excessively narrow re-definitions, and loose language.

I strongly support the Best Execution rule, but I am concerned about the inclusion of "conflicted orders" in this rule. If payment for order flow continues, brokers will continue to send orders to wherever they can get the most profit, rather than to the venue that provides the best execution for their clients. This is not in the best interest of investors.

For example, TD Ameritrade claims that competition among market centers improves execution quality, but their most recent 606 report shows that they sent their equity orders to only 3 venues for all of Q3 2022, with 80% going to just 2 firms: Citadel and Virtu. These firms pay for order flow and have made billions of dollars from this arrangement. Brokers who do not accept any kind of PFOF route

orders differently and consequently, these brokers also see superior execution quality.

It is important that the SEC enforces a Best Execution rule that prioritizes the interests of investors over the profits of brokers. I urge you to take strong action to ensure that the proposed enhancements are implemented in a way that benefits all investors and promotes fair and transparent markets.

Thank you for your attention to this matter.

Sincerely,
Steven Tripari
Specialist, Design Research | Macy's Inc.