



Search Filings

Submit Filings

Data & Research

Rules, Enforcement, & Compliance

Securities Topics

About

Submit a Tip or Complaint

NEWSROOM

Press Releases

Speeches & Statements

Meetings & Events

SEC Videos

Social Media Directory

What's New

[Home](#) / [Newsroom](#) / [Press Releases](#) / SEC Adopts Rules to Include Certain Significant Market Participants as “Dealers” or “Government Securities Dealers”

PRESS RELEASE

[Copy Link](#)

SEC Adopts Rules to Include Certain Significant Market Participants as “Dealers” or “Government Securities Dealers”

FOR IMMEDIATE RELEASE | 2024-14

Washington D.C., Feb. 6, 2024 — The Securities and Exchange Commission today adopted two rules that require market participants who engage in certain dealer roles, in particular those who take on significant liquidity-providing roles in the markets, to register with the SEC, become members of a self-regulatory organization (SRO), and comply with federal securities laws and regulatory obligations.

“I am pleased to support this adoption because it requires that firms that act like dealers register with the Commission as dealers, thereby protecting investors as well as promoting market integrity, resiliency, and transparency,” said SEC Chair Gary Gensler. “These measures are common sense. Congress did not intend for registration and regulatory requirements to apply to some dealers and not to others. Absent an exemption or exception, if anyone trades in a manner consistent with de facto market making, it must register with us as a dealer – consistent with Congress’s intent.”

The final rules, Exchange Act Rules 3a5-4 and 3a44-2, further define the phrase “as a part of a regular business” in Sections 3(a)(5) and 3(a)(44) of the Securities Exchange Act of 1934 to identify certain activities that would cause persons engaging in such activities to be “dealers” or “government securities dealers” and be subject to the registration requirements of Sections 15 and 15C of the Act, respectively, in connection with certain liquidity-providing roles.

Under the final rules, any person that engages in activities as described in the rules is a “dealer” or “government securities dealer” and, absent an exception or exemption, required to: register with the Commission under Section 15(a) or Section 15C, as applicable; become a member of an SRO; and comply with federal securities laws and regulatory obligations and applicable SRO and Treasury rules and requirements.

The adopting release for the final rules will be published in the Federal Register. The final rules will become effective 60 days after publication of the adopting release in the Federal Register. The compliance date for the final rules will be one year after the effective date of the final rules.

###

Last Reviewed or Updated: Feb. 6, 2024

RESOURCES

- [Rule Details](#)
- [Fact Sheet](#)

[Return to top](#)

About the SEC

[Budget & Performance](#)

[Careers](#)

[Commission Votes](#)

[Contact](#)

[Contracts](#)

Transparency

[Accessibility & Disability](#)

[Diversity, Equity, Inclusion, & Accessibility](#)

[FOIA](#)

[Inspector General](#)

[No FEAR Act & EEO Data](#)

[Ombuds](#)

Websites

[Investor.gov](#)

[Related Sites](#)

[USA.gov](#)

Site Information

[Plain Writing](#)

[Privacy & Security](#)

Stay connected. Sign up for email updates.

Your email address

SIGN UP

