



DIVISION OF
MARKET REGULATION

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

December 7, 1983

Mr. William J. Young
Senior Vice President
Regulatory Division
Chicago Board Options Exchange
LaSalle at Jackson
Chicago, Illinois 60604

Dear Mr. Young:

It has come to the attention of the Division that some broker-dealers may not be computing their net capital properly with respect to securities borrowed deficits. Subparagraph (c)(2)(iv)(B) of Rule 15c3-1 of the Securities Exchange Act of 1934 (17 CFR 5240.15c3-1(c)(2)(iv)(B)) applied literally would require a broker-dealer which borrows securities to deduct from its net worth the entire amount of the excess collateral it deposits with each lender. The amount of the collateral which exceeds the market value of the securities borrowed is, in effect, an unsecured receivable to the borrowing broker-dealer.

The Division will, however, raise no question nor recommend any action to the Commission if for purposes of Rule 15c3-1(c)(2)(iv)(B), a broker-dealer treats securities borrowed deficits arising from securities borrowed from a customer or non-customer which requires the deposit of collateral in excess of the market value of the securities borrowed as follows:

A broker-dealer which has borrowed securities (borrower) must mark the borrowed securities to the market each business day, as of the close of the prior day's business, and determine the amount of collateral held by any securities lender (lender) which exceeds the current market value of the securities borrowed from that lender (excess collateral). The borrower must deduct from its net worth in computing net capital;

- (a) the amount of excess collateral held by any one lender which exceeds one hundred and five percent (105%) of the current market value of the securities borrowed from that lender;

- (b) or, if greater, the amount of excess collateral held by any one lender to the extent the excess collateral is greater than twenty percent (20%) of the borrower's excess net capital (net capital greater than the minimum required); plus,
- (c) the total amount of excess collateral held by all lenders in aggregate which exceeds three hundred percent (300%) of the borrower's excess net capital reduced by the charge that the broker-dealer has already incurred under the above standards.

The borrower may issue a mark to the market call and collect payment from the lender(s) by the close of the next business day following the date of such determination which may serve to reduce or eliminate the capital charge determined in accordance with the above standards.

It should be noted that a broker-dealer may net excess collateral due from a lender with excess collateral related to securities borrowed payable from that same lender. Broker-dealers should be careful to coordinate lending and borrowing activities with the same entity to prevent inadvertent errors in the receipt and return of collateral.

The Division will not object if these standards are not implemented until April 1, 1984.

You should understand that the position expressed herein is a staff position with respect to enforcement only and does not purport to express any legal conclusion on this matter. If you have any questions, please feel free to contact us.

Sincerely,



Michael A. Macchiaroli
Assistant Director

cc: Thomas Cassella
National Association of
Securities Dealers, Inc.

Martin Hobby
New York Stock Exchange, Inc.