

UNITED STATES OF AMERICA

Before the

COMMODITY FUTURES TRADING COMMISSION

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**In the Matter of the Application of  
LCH.Clearnet Limited  
For Registration  
As a Derivatives Clearing Organization**

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**AMENDED ORDER OF REGISTRATION**

On October 29, 2001, the Commodity Futures Trading Commission (the "Commission") issued an order (the "Original Order") pursuant to Section 5b of the Commodity Exchange Act (the "Act"), 7 U.S.C. § 7a-1, granting LCH.Clearnet Limited (formerly The London Clearing House Limited) ("LCH") registration as a derivatives clearing organization ("DCO") for the clearing of over-the-counter derivatives contracts, agreements or transactions excluded or exempt from the Act.

On May 11, 2004, the Commission issued a second order (the "Second Order") pursuant to Section 5b of the Act, permitting LCH to additionally clear certain types of futures contracts and options on such futures contracts, for which financial instruments (including securities) constitute the underlying commodity or reference, and which are traded on or subject to the rules of U.S. designated contract markets, derivatives transaction execution facilities and/or exempt boards of trade.

On July 21, 2010, the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act") was enacted. The Dodd-Frank Act, among other things, amended or repealed provisions of the Act that exempted or excluded certain transactions from most of the

requirements of the Act. Due to the repeal of these provisions, LCH could no longer rely on them to continue clearing pursuant to the Original Order.

On January 10, 2014, LCH requested that the Commission amend and consolidate the Original Order and the Second Order to permit it to: (1) clear transactions that were exempt or excluded pursuant to former provisions of the Act that were repealed by the Dodd-Frank Act, including transactions that are executed on a designated contract market and/or a swap execution facility; and (2) expand its futures clearing services to include all futures contracts (and options thereon), regardless of the underlying asset class, traded on or subject to the rules of a designated contract market. The Commission has reviewed the request, along with exhibits, supplemental documents, and other supporting information submitted by LCH, and finds that LCH has demonstrated that it is able to comply with the requirements under the Act and the Commission's regulations thereunder applicable to it.

In light of the foregoing, **IT IS ORDERED**, pursuant to Section 5b of the Act, 7 U.S.C. § 7a-1, that the Original Order and the Second Order are superseded and LCH is granted registration as a DCO subject to the terms and conditions specified herein:

(1) Cleared Products. LCH is permitted to clear, in its capacity as a registered DCO: (i) swaps, subject to the requirements of Commission Regulation 39.5(a); and (ii) futures contracts and options on futures contracts traded on or subject to the rules of a designated contract market.

(2) Compliance with the Act and Commission Regulations. LCH shall comply, and shall demonstrate compliance as requested by the Commission, with applicable provisions of the Act, including the core principles set forth in Section 5b of the Act ("Core Principles") and Commission regulations, as may be amended or adopted from time to time. LCH shall fulfill

each of the representations it has made relating to compliance with the Core Principles and Commission regulations.

(3) New Regulations. Should the Commission promulgate or amend a regulation addressing or otherwise affecting any aspect of this Amended Order, then such regulation will apply and supersede the applicable term(s) in this Amended Order.

(4) Self-Regulatory Function. LCH shall ensure the performance of all self-regulatory functions required of it as a registered DCO under the Act and Commission regulations, including, without limitation: (a) monitoring and enforcing clearing member compliance with LCH admission and continuing eligibility standards, such as capital requirements; (b) conducting examinations of the risk management procedures of each clearing member on a periodic basis; and (c) enforcing clearing member compliance with the terms of all LCH rules, regulations, and procedures not specifically referenced in clauses (a) and (b) of this paragraph.

(5) Changes in Applicable Law. LCH shall promptly inform the Commission of any change in U.K. or European law that materially affects LCH's operation as a central counterparty, including, without limitation: (a) any law related to insolvency that materially impacts LCH or its clearing members; (b) any material change in LCH's registration or licensure status with any regulatory authority in the United Kingdom or Europe; and (c) any change that affects the conclusions of the ring-fencing memoranda provided by LCH to the Commission with respect to the treatment of futures commission merchant customer funds under U.K. law.

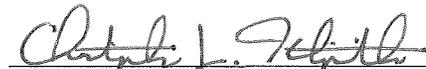
(6) Agent for Service of Process. LCH shall maintain a valid, effective, and binding agreement appointing an agent in the United States for purposes of communications, including acceptance, on behalf of LCH, of any summons, complaints, orders, subpoenas, requests for

information, notices, or any other written documents or correspondence issued by or on behalf of the Commission, the United States Department of Justice, or any U.S. clearing member or futures commission merchant clearing member clearing proprietary or customer positions at or through LCH, and LCH shall promptly inform the Commission of any change in such agent or such agreement.

(7) Reservation of Rights. This Amended Order is based upon the representations made and supporting material provided to the Commission by LCH. In the event of any changes to or omissions in the material facts or circumstances pursuant to which this Amended Order is issued, or for any reason in its own discretion, the Commission may condition, modify, suspend, terminate, or otherwise restrict the terms of this Amended Order, as appropriate and as permitted by law, on its own motion.

Issued in Washington, D.C., on this 16th day of December, 2014.

By the Commission

  
Christopher J. Kirkpatrick  
Secretary of the Commission