

BSDR LLC  
731 Lexington Avenue  
New York, NY 10022

May 7, 2013

**FOIA CONFIDENTIAL TREATMENT REQUEST**

Submitted via overnight mail and via email

Assistant Secretary of the Commission for FOIA, Privacy and Sunshine Acts Compliance  
Commodity Futures Trading Commission  
Three Lafayette Centre  
1155 21<sup>st</sup> Street, N.W.  
Washington, D.C. 20581  
via email: FOIAsubmissions@cftc.gov

Re: Freedom of Information Act ("FOIA") Confidential Treatment Request for Information Submitted to the Commodity Futures Trading Commission (the "Commission") Pursuant to Section 21 of the Commodity Exchange Act and Part 49 of the Regulations of the Commission, by BSDR LLC, as proposed operator of a swap data repository

Ladies and Gentlemen:

BSDR LLC (the "Applicant"), as proposed operator of a swap data repository, has submitted to the Commission a Swap Data Repository Application for Registration on Form SDR dated March 8, 2013 (the "SDR Application") and an Operational Capability Technology Questionnaire (the "Technology Questionnaire") and together with the SDR Application, the "Original Application").

In correspondence dated April 11, 2013, the staff of the Commission provided the Applicant with certain comments and questions with respect to the Original Application (the "Staff Questions"). The Applicant has submitted to the staff of the Commission its responses to the Staff Questions (the "Staff Questions Responses"), an amended Swap Data Repository Application for Registration on Form SDR dated May 7, 2013 ("Amended Form SDR"), certain amended exhibits thereto (the "Amended Exhibits") and an amended Operational Capability Technology Questionnaire (the "Amended Technology Questionnaire" and, together with Amended Form SDR and the Amended Exhibits, the "Amended Application"). As requested by the staff of the Commission, the Amended Application consists in part of blackline comparisons showing portions of the Amended Application marked against corresponding portions of the Original Application.

BSDR LLC hereby requests that the Confidential Information (as defined below) be accorded confidential treatment on the grounds that it would reveal BSDR LLC's trade secrets and confidential commercial or financial information. We request this confidential treatment for an indefinite period.

Please promptly inform the following of any request for the Confidential Information or its contents made pursuant to FOIA or the Commission's rules so that we may substantiate the foregoing request for confidential treatment in accordance with Part 145.9 of the Commission's regulations.

David Levine  
General Counsel  
Bloomberg L.P.  
731 Lexington Avenue  
New York, NY 10022

The Staff Questions Responses and the portions of the Amended Application identified on Annex A hereto are collectively referred to herein as the "Confidential Information".

Pursuant to Part 145.9(d)(4) of the Commission's regulations, we have marked each page of the Confidential Information with the words "Confidential Treatment Requested by BSDR LLC" and have numbered each page of the Confidential Information with an identifying number and code beginning with "001466" and ending with "002182". This numbering scheme continues the numbering scheme that the Applicant has used for the materials it has submitted to the Commission to date, each page of which was numbered with an identifying number and code beginning with "000001" and ending with "001445".

[signature page follows]

Please acknowledge receipt of this letter and the enclosed materials by stamping the enclosed copy of this letter and returning it via the pre-paid envelope included with the materials.

Please contact the undersigned at (212) 617-6159 with any questions regarding this matter.

Thank you for your attention to this matter.

Very truly yours,



Michael P. Wise  
Chief Compliance Officer

BSDR LLC  
731 Lexington Avenue  
New York, NY 10022

Enclosure

cc: Division of Market Oversight, Commodity Futures Trading Commission (Email: submissions@cftc.gov)

Mr. Jonathan Lave, Division of Market Oversight, Commodity Futures Trading Commission (Email: jlave@cftc.gov)

Ms. Abigail S. Knauff, Division of Market Oversight, Commodity Futures Trading Commission (Email: aknauff@cftc.gov)

Ms. Laurie Gussow, Division of Market Oversight, Commodity Futures Trading Commission (Email: lgussow@cftc.gov)

Annex A  
Confidential Information

<b>Name of Confidential Information</b>	<b>Identifying Number and Code</b>
Staff Questions Responses	001466-001472
Amended Form SDR (marked)	001476-001479
Exhibit B-2 (clean and marked)	001480-001483
Exhibit C (marked)	001487-001489
Exhibit D-1 (marked)	001492-001493
Exhibit D-2 (marked)	001500-001505
Exhibit G-2 (clean and marked)	001508-001552
Exhibit J (marked)	001577-001601
Exhibit K-1 (clean and marked)	001602-002008
Exhibit K-2 (clean and marked)	002009-002010
Exhibit K-3 (clean and marked)	002011-002012
Exhibit M (clean)	002013-002022
Exhibit Q (clean and marked)	002023-002024
Exhibit S (clean and marked)	002025-002026
Exhibit U (clean and marked)	002027-002034
Exhibit AA-1 (clean and marked)	002035-002044
Exhibit AA-2 (marked)	002050-002054
Operational Capability Technology Questionnaire (clean and marked)	002055-002182

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Submitted via email

Division of Market Oversight  
U.S. Commodity Futures Trading Commission  
Three Lafayette Centre  
1155 21<sup>st</sup> Street, N.W.  
Washington, D.C. 20581  
via email: [submissions@cftc.gov](mailto:submissions@cftc.gov)

Re: BSDR LLC – Amended Application and Related Request for Freedom of Information Act Confidential Treatment

Ladies and Gentlemen:

Pursuant to Section 21 of the Commodity Exchange Act and Part 49 of the regulations of the Commission, BSDR LLC (the “Applicant”), as proposed operator of a swap data repository, submitted to the Commodity Futures Trading Commission (the “Commission”) a Swap Data Repository Application for Registration on Form SDR dated March 8, 2013 (the “SDR Application”) and an Operational Capability Technology Questionnaire (the “Technology Questionnaire” and, together with the SDR Application, the “Original Application”).

In correspondence dated April 11, 2013, the staff of the Commission provided the Applicant with certain comments and questions with respect to the Original Application (the “Staff Questions”). The Applicant is hereby submitting its responses to the Staff Questions (the “Staff Questions Responses”), an amended Swap Data Repository Application for Registration on Form SDR dated May 7, 2013 (“Amended Form SDR”), certain amended exhibits thereto (the “Amended Exhibits”) and an amended Operational Capability Technology Questionnaire (the “Amended Technology Questionnaire” and, together with Amended Form SDR and the Amended Exhibits, the “Amended Application”). As requested by the staff of the Commission, the Amended Application consists in part of blackline comparisons showing portions of the Amended Application marked against corresponding portions of the Original Application.

We have submitted to the Assistant Secretary of the Commission for the Freedom of Information Act (“FOIA”), Privacy and Sunshine Acts Compliance a request that for reasons of business confidentiality, the Commission not disclose the Confidential Information (as defined below) or its contents in response to any FOIA request or otherwise for an indefinite period. We wish to inform you that the Confidential Information constitutes, *inter alia*, privileged and confidential trade secrets and commercial or financial information within the meaning of FOIA, 5 U.S.C. § 552(b)(4) and Part 145.9(d)(1)(ii) of the Commission’s regulations as well as confidential information covered by 18 U.S.C. § 1905.

For your reference, the Staff Questions Responses and the portions of the Amended Application identified on Annex A hereto are collectively referred to herein as the "Confidential Information".

Please promptly inform the following of any request for the Confidential Information or its contents made pursuant to FOIA or the Commission's rules so that we may substantiate the foregoing request for confidential treatment in accordance with Part 145.9 of the Commission's regulations.

David Levine  
General Counsel  
Bloomberg L.P.  
731 Lexington Avenue  
New York, NY 10022

Pursuant to Part 145.9(d)(4) of the Commission's regulations, we have marked each page of the Confidential Information with the words "Confidential Treatment Requested by BSDR LLC" and have numbered each page of the Confidential Information with an identifying number and code beginning with "001466" and ending with "002182". This numbering scheme continues the numbering scheme that the Applicant has used for the materials it has submitted to the Commission to date, each page of which was numbered with an identifying number and code beginning with "000001" and ending with "001445".

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Commodity Futures Trading Commission

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Please contact the undersigned at (212) 617-6159 with any questions regarding this matter.

Very truly yours,



Michael P. Wise  
Chief Compliance Officer

BSDR LLC  
731 Lexington Avenue  
New York, NY 10022

Enclosures

cc: Mr. Jonathan Lave, Division of Market Oversight, Commodity Futures Trading Commission  
(Email: [jlave@cftc.gov](mailto:jlave@cftc.gov)) (with enclosures)

Ms. Abigail S. Knauff, Division of Market Oversight, Commodity Futures Trading  
Commission (Email: [aknauff@cftc.gov](mailto:aknauff@cftc.gov)) (with enclosures)

Ms. Laurie Gussow, Division of Market Oversight, Commodity Futures Trading  
Commission (Email: [lgussow@cftc.gov](mailto:lgussow@cftc.gov)) (with enclosures)

Annex A  
Confidential Information

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