BSDR LLC
731 Lexington Avenue
New York, NY 10022

March 14, 2013

<u>Submitted via email</u>

Division of Market Oversight – Exchange and Repository Branch
U.S. Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, N.W.
Washington, D.C. 20581

Re: <u>BSDR LLC – Swap Data Repository Application for Registration on Form SDR
     Pursuant to Section 21 of the Commodity Exchange Act and Part 49 of the
     Regulations of the Commodity Futures Trading Commission ("Commission"),
     and Request for Freedom of Information Act Confidential Treatment</u>

Ladies and Gentlemen:

Pursuant to Section 21 of the Commodity Exchange Act and Part 49 of the regulations of
the Commission, BSDR LLC (the "<u>Applicant</u>"), as proposed operator of a swap data
repository, submitted to the Commission a Swap Data Repository Application for
Registration on Form SDR dated March 8, 2013 (the "<u>SDR Application</u>"), including
Applicant's "Provisional Checklist" attached thereto as Exhibit FF-2, an Operational
Capability Technology Questionnaire (the "<u>Technology Questionnaire</u>") and a cover
letter dated March 8, 2013 (the "<u>Original Cover Letter</u>" and, together with the SDR
Application and the Technology Questionnaire, the "<u>Application</u>"). The Applicant
submitted one copy of the Application via email to submissions@cftc.gov and to
dmosubmissions@cftc.gov on March 9, 2013 and, for convenience, six paper copies of
the Application via overnight mail to the attention of Ms. Abigail Knauff.

BSDR LLC submitted the Original Cover Letter contemporaneously with the Application. This
letter supersedes the Original Cover Letter.

We have submitted to the Assistant Secretary of the Commission for the Freedom of
Information Act ("<u>FOIA</u>"), Privacy and Sunshine Acts Compliance a request that for
reasons of business confidentiality, the Commission not disclose 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, those portions of the Application set out on <u>Annex A</u> hereto are referred to herein as the "<u>Confidential Information</u>".

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.

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

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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 Application with an identifying number and code, beginning with "000001" and ending with "0000760".

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[signature page follows]

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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

Attachment: Annex A

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

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

Annex A
Confidential Information

Name of Confidential Information	Identifying Number and Code
Exhibit A	000011
Exhibit A-1	000012
Exhibit A-2	000013
Exhibit B	000014
Exhibit B-2	000019
Exhibit E	000029
Exhibit E-2	000031 –000032
Exhibit F	000033
Exhibit F-2	000045 – 000061
Exhibit G	000062
Exhibit G-1	000062 – 000068
Exhibit G-2	000069 – 000090
Exhibit G-3	000091 – 000110
Exhibit G-4	000111
Exhibit G-5	000112 – 000113
Exhibit G-6	000114 – 000153
Exhibit G-7	000154 – 000166
Exhibit I	000197
Exhibit I-1	000198
Exhibit K	000222
Exhibit K-1	000223-000398
Exhibit K-2	000399-000423
Exhibit K-3	000424-000494
Exhibit K-4	000495-000500
Exhibit L	000501
Exhibit M	000503-000508
Exhibit N	000509
Exhibit P	000513
Exhibit Q	000514-000556
Exhibit R	000557
Exhibit S	000558-000565
Exhibit T	000566
Exhibit T-1	000567
Exhibit T-2	000568
Exhibit U	000569-000570
Exhibit V	000571-000572
Exhibit W	000573-000575
Exhibit X	000576-000578

Exhibit Y	000579-000580
Exhibit Z	000582-000591
Exhibit AA	000592
Exhibit AA-1	000593-000596
Exhibit BB	000601
Exhibit CC	000602
Exhibit DD	000603
Exhibit EE	000604
Exhibit FF	000606
Exhibit FF-2	000622-000692
Exhibit GG	000693
Exhibit HH	000694
Exhibit II	000695
Exhibit JJ	000696
Exhibit KK	000697
Exhibit LL	000698
Exhibit MM	000699
Operational Capability Technology Questionnaire	000700-000760