

**CFTC Letter No. 00-11****January 28, 2000****Exemption****Division of Trading & Markets**

Dear X:

This is in response to your letter dated November 8, 1999, which was received by facsimile on January 4, 2000, and your subsequent correspondence dated December 17, 1999, in which you request on behalf of XX, an exemption from the requirements of Rules 4.22(c) and (d) that the commodity pool operator ("CPO") distribute and file a certified Annual Report for the pool's fiscal year ending December 31, 1999. Instead, you propose to provide participants with an unaudited annual report for 1999 that otherwise complies with Rule 4.22(c) and to include this information in the final Annual Report for the period ending December 31, 1999.

In support of your request, in your letter dated November 8, 1999, you state that Y (the Fund) was organized in October 1993 to function as a vehicle for XX employees, former employees and their families to trade commodity interests in a limited partnership. The Fund will be dissolving effective November 30, 1999. As of September 30, 1999, the Fund had nine limited partners, with total assets of \$124,453. You have submitted consent waiver statements in support of this exemption from each of the nine participants.

Rules 4.22(c) and (d) require each registered CPO to file a certified Annual Report with the Commission and distribute copies to the pool participants within 90 calendar days of the end of the pool's fiscal year. The principal purpose of financial reporting required by Rule 4.22 is to ensure that pool participants receive accurate, fair and timely information on the overall trading performance and financial condition of the pool. Based upon the representations made in your letters, the Division believes that granting the request to XX for its Y is neither contrary to the purposes of Rule 4.22 nor to the public interest. Accordingly, pursuant to the authority delegated by Rule 140.93(a)(1) but subject to the conditions set forth below, XX is hereby granted relief from the certification requirement of Rule 4.22(d) for the Fund's fiscal year ending December 31, 1999.

The relief granted in this letter is conditioned on the distribution of an unaudited Annual Report for 1999 that otherwise complies with 4.22(c) and (d). Moreover, this letter applies solely with respect to the exemption from compliance with the certification requirement of Section 4.22(d) for the fiscal year ending December 31, 1999 and this in no way shall excuse XX or Y, from compliance with any other applicable requirements contained in the Act or in the Commission's regulations issued thereunder.

This letter, and the relief contained herein, is based upon the representations provided to us. Any

different, changed or omitted material facts or circumstances might render this letter void. You must notify us immediately in the event that the operations or activities of the Company change in any material respect from those represented to us.

If you have any questions concerning this letter, please contact me at (202) 418-5463 or Z. Patricia Ross, Futures Trading Specialist, at (202) 418-5469.

Sincerely,

Kevin P. Walek

Assistant Director

cc: Anthony Gialanella

National Futures Association