**U.S. COMMODITY FUTURES TRADING COMMISSION**
Three Lafayette Centre
1155 21st Street, NW, Washington, DC 20581
Telephone: (202) 418-5260
Facsimile: (202) 418-5527
*www.cftc.gov*

Commodity Futures
Trading Commission

September 25, 2012

Sunil Hirani
trueEX LLC
162 Fifth Avenue
Suite 902
New York, NY 10010

Re: Application of trueEX LLC, for Designation as a Contract Market
And, Request for approval of the trueEX LLC Limited Liability Company Agreement, and Request for approval of the trueEX LLC rules, all submitted as part of the trueEX LLC application for designation as a contract market.

Dear Mr. Hirani:

By submissions dated January 31, 2012 through September 7, 2012 (collectively the "Designated Contract Market ("DCM") application"), trueEX LLC ("trueEX" or "Exchange") has applied to the Commodity Futures Trading Commission ("Commission"), pursuant to Section 5(d) of the Commodity Exchange Act ("Act"), 7 U.S.C. §7(d), Section 6(a) of the CEA, 7 U.S.C. §8(a) and Part 38 of the Commission's regulations, 17 C.F.R. Part 38, for designation as a contract market. The Commission has reviewed the materials submitted and has determined to designate trueEX as a contract market, pursuant to Section 5(d) of the Act, 7 U.S.C. §7(d), subject to the terms and conditions of the accompanying order.

Concurrent with designation, the Commission approved, pursuant to Section 5c(c) of the Act, 7 U.S.C. §7a-2(c), the following rules submitted as part of the DCM application: trueEX Rules 101-103; Rules 201-219; 301-316; 401-409; 501-545; 601-620; 701-708; 801-808; 901-906. Also concurrent with designation, the Commission approved the Limited Liability Company Agreement of trueEX.

The Commission's designation is based upon, among other things, trueEX's Form DCM application and accompanying documentation, written submissions, explanations, demonstrations and representations provided by trueEX describing the manner in which it will operate. The Commission points out that the trueEX Order of Designation is conditioned upon trueEX's compliance with representations it made to the Commission in its Form DCM application. The Commission's designation is also based upon written submissions, explanations, demonstrations, and representations provided by the National Futures Association ("NFA"), the regulatory services provider that will provide trade practice and market surveillance, and other regulatory oversight services.

In approving trueEX's designation application, the Commission is not approving the agreements covering services between trueEX and third parties, including but not limited to agreements between trueEX, Chicago Mercantile Exchange Inc., LCH.Clearnet Limited, Markitserv Limited, and the NFA.

Moreover, it is important to note that trueEX itself shall remain directly responsible for ensuring the performance of all self-regulatory functions required of it as a designated contract market under the Act and the Commission's regulations, including enforcement of all trueEX rules. The Commission points out that trueEX's responsibility for compliance with all core principles, as required by the Act, Commission Regulations and its Order of Designation, includes those for which relevant functions have been contracted out to a third party. The Commission notes that this includes the responsibility to make available directly to Commission staff and the Department of Justice, upon request, for all third party entities that provide such regulatory services to trueEX: (i) information and records of third parties related to services performed for trueEX; and (ii) direct contact and access to offices, as the staff of the Commission or the Department of Justice deems necessary and appropriate in conducting its respective regulatory oversight and investigative responsibilities relating to trueEX.

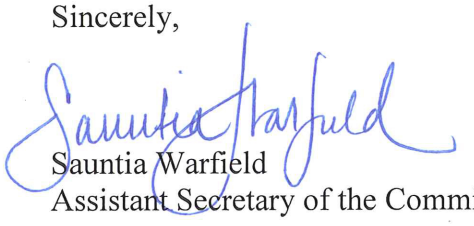
The Commission further notes that the following items, among others, are considered "rules" under Part 40 of the Commission's regulations and that, accordingly, changes thereto should be submitted to the Commission for review pursuant to Section 5c(c) of the Act, 7 U.S.C. § 7a-2(c), and Part 40 of the Commission's regulations: (1) any changes or modifications to the Exchange's trading system; (2) any changes to the Exchange's policies and procedures; (3) any change in the identity of regulatory services providers or the regulatory services they provide to the Exchange; (4) the no bust range for error trades and adjustments to the trade matching algorithm; (5) market maker programs; and (6) the minimum contract size thresholds and reporting times for block trades.

Though trueEX's order priority process deviates from the standard convention, the Commission believes that this prioritization is acceptable so long as it is limited to low liquidity contracts in the nascent stage. To that end, trueEX revised its rulebook so that its approach is limited to the first year following the date of the Exchange's designation as a DCM. Thereafter, trueEX may, pursuant to regulation 40.6 of the Commission's Regulations, either recertify the rule with an explanation as to why trueEX's approach remains appropriate or amend the rule so that it is consistent with the standard convention.

On June 19, 2012 the Commission published the final part 38 rules for DCMs ("DCM Core Principles Rulemaking") in the Federal Register. These rules became effective on August 20, 2012. Thus, trueEX must be compliant with the DCM Core Principles Rulemaking. In addition, the Commission continues to promulgate new regulations implementing the Dodd-Frank Wall Street Reform and Consumer Protection Act, Public Law 111-203, 124 Stat. 1376 (2010). The order requires trueEX to demonstrate compliance and continued compliance with regulations applicable to designated contract markets, including those that will be promulgated in the future.

Finally, the Commission notes that trueEX must inform the Commission of any material modification to the operation of the Exchange

Sincerely,



Sauntia Warfield
Assistant Secretary of the Commission

Attachment