



March 10, 2022

**FOIA CONFIDENTIAL TREATMENT REQUEST
Pursuant to 17 C.F.R. §§ 145.5 and 145.9**

VIA EMAIL TO FOIAsubmissions@cftc.gov

Assistant Secretary of the Commission for FOIA Matters,
Privacy and Sunshine Act Compliance
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, N.W.
Washington, D.C. 20581

Re: Petition for Confidential Treatment

Dear Sir or Madam:

The Options Clearing Corporation (“OCC”) has on this date provided Exhibits A to OCC’s Rule Certification Concerning OCC’s Implied Volatility Simulation Models (the “Confidential Material”) to the Secretary of the Commodity Futures Trading Commission (“CFTC” or the “Commission”) in connection with a rule filing made pursuant to CFTC Regulation 40.6(a).

In accordance with the provisions of Commission Regulations 145.5 and 145.9, we hereby request confidential treatment of the Confidential Material. Confidential treatment is requested, *inter alia*, on the grounds that the Confidential Material is exempt from disclosure under paragraph (b)(4) of the Freedom of Information Act (“FOIA”) and Commission Regulation 145.5(d). Nonpublic treatment is appropriate for the Confidential Material, because it contains commercial and financial information that is not customarily released to the public and is, and always has been, treated as the private information of OCC. In addition, the release of the Confidential Material is likely to cause genuine harm to OCC’s economic and business interests. Finally, OCC is voluntarily providing the Confidential Material to aid the Commission in its review of OCC’s rule submission based on our understanding that paragraph (b)(4) of FOIA and the Commission’s related regulations assure that the Confidential Material will be afforded confidential treatment. *See Food Marketing Institute v. Argus Leader Media*, 139 S.Ct. 2356 (2019).

In accordance with the provisions of paragraph (d)(5) of Commission Regulation 145.9, we request that the Confidential Materials be afforded confidential treatment in perpetuity.

We understand that if the Commission receives a FOIA request for the Confidential Material, we will be notified of such request in accordance with the Commission's regulations and will be asked to submit, within ten business days, a detailed written justification for confidential treatment of the Confidential Material. *See* Commission Regulation § 149.5(e)(1); *see also* Executive Order 12600, 52

Fed. Reg. 23781 (June 23, 1987) (detailing pre-disclosure notification procedures under FOIA). In such event, we request that Commission staff telephone or email the undersigned rather than rely upon United States mail for such notice.

If the Commission or its staff transmits any of the Confidential Material to another federal agency, we request that you forward a copy of this letter to any such agency with the Confidential Material and further request that you advise any such agency that OCC has requested that this material be accorded confidential treatment.

The requests set forth in the preceding paragraphs also apply to any memoranda, notes, transcripts or other writings of any sort whatsoever that are made by, or at the request of, any employee of the Commission (or any other federal agency) and which (1) incorporate, include or relate to any aspect of the Confidential Material; or (2) refer to any conference, meeting, or telephone conversation between OCC, its current or form employers, representatives, agents, auditors or counsel on one hand and employees of the Commission (or any other governmental agency) on the other, relating to the Confidential Material.

Any questions regarding this request for confidential treatment, as well as any notices pursuant to Commission Regulation § 145.9(e), should be directed to the attention of the undersigned at (312) 322-1801 or mcbrown@theocc.com.

Sincerely,

/s/ Mark C. Brown

Mark C. Brown

Associate General Counsel