

October 14, 2014

Submitted via the CFTC Portal

Secretary of the Commission
Office of the Secretariat
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, N.W.
Washington, D.C. 20581

Re: *tpSEF Inc. – Regulation 40.6 Rule Certification (tpSEF Submission #14-05F)*

To Whom It May Concern:

Pursuant to Section 5c(c) of the Commodity Exchange Act (the “Act”) and Section 40.6(a) of the regulations of the Commodity Futures Trading Commission (the “Commission”), tpSEF Inc. (“tpSEF”) hereby notifies the Commission that it has amended its fee schedule (“Fee Schedule”) as described in Exhibit A. The Fee Schedule is intended to be implemented on October 28, 2014.

Pursuant to Commission regulation 40.6, this submission includes:

- (i) The intended implementation date – October 28, 2014;
- (ii) A concise explanation and analysis of the amended Fee Schedule and its compliance with applicable provisions of the Act, attached as Exhibit A; and
- (iii) A copy of the amended Fee Schedule, attached as Exhibit B.

tpSEF hereby certifies that this amendment complies with the requirements of the Act and the Commission regulations thereunder. tpSEF is not aware of any substantive opposing views expressed with respect to this filing and certifies that, concurrent with this filing, a copy of this submission was posted on tpSEF’s website.

tpSEF is separately filing, pursuant to Commission regulations 40.8 and 145.9, a petition for confidential treatment of the amended Fee Schedule attached as Exhibit B and the explanation and analysis of the amendment attached as Exhibit A.

Questions regarding this submission should be directed to Brian Donnelly, Chief Compliance Officer, at (201) 984-6956 or by email at bddonnelly@tullettprebon.com, or to Mark Campbell, Chief Operating Officer, at (201) 557-5786 or by email at mcampbell@tullettprebon.com.

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Very truly yours,

tpSEF Inc.

By:  _____

Name: Mark Campbell

Title: Chief Operating Officer

Enclosures

cc: Secretary of the Commission (Email: submissions@cftc.gov)
Division of Market Oversight (Email: dmosubmissions@cftc.gov)
Brian Donnelly (Email: bddonnelly@tullettprebon.com)