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October 31, 2006

Ms. Eileen A. Donovan
Acting Secretary
Commodity Futures Trading Commission
Three Lafayette Center
1155 21st Street, N.W.
Washington, D.C. 20581

Reference File # 2734.01
Rule Certification

Dear Ms. Donovan:

Pursuant to Commission Regulation 40.6(a), the Chicago Board of Trade (CBOT[®]) hereby submits the following:

- **Amendments to Regulation 285.05 per the attached text (additions underlined; deletions struck through).**

Regulation 285.05 specifies Exchange financial filing requirements for FCM and clearing member firms. The referenced technical amendments conform pertinent parts of the regulation with established requirements of the CFTC and of the Exchange's Clearing Services Provider respectively.

The CBOT intends to implement these amendments no sooner than one day after the Commissions' receipt of this submission.

There were no opposing views concerning these amendments.

The CBOT certifies that these amendments comply with the Commodity Exchange Act and the rules thereunder.

Sincerely,

Paul J. Draths
Vice President and Secretary

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Additions underlined; Deletions ~~struck through~~.

285.05 Financial Requirements

- A. All member firms that are registered as Futures Commission Merchants must comply with the requirements set forth in the following CFTC Regulations:
1. 1.10 - Financial reports;
 - a. In addition to the requirements set forth in CFTC Regulation 1.10 each member FCM must:
 - ~~1. File with the Exchange unaudited monthly financial statements, including an unaudited monthly financial statement as of the firm's fiscal year end; and~~
 21. Submit with the certified year-end financial statement a reconciliation between the certified financial statement and the unaudited monthly financial statement as of the firm's fiscal year end; and
 32. For all financial statement filings, submit a Statement of Income (Loss) for the period between the date of the most recent financial statement ~~or, at the option of the member FCM, the most recent certified financial statement filed with the Exchange; and~~
 43. Each member FCM must promptly submit to the Exchange, unless specifically exempted, copies of any financial statements (for example, Focus Reports) submitted to any other futures or securities exchange, self-regulatory organization, Clearing Services Provider, or federal government agency.
 - b. Statement Certification and Attestation Requirements:
 1. All financial reports submitted to the Exchange must be signed in the manner prescribed by the Exchange by the Chief Financial Officer, or the individual who performs the same functions, provided that, in the case of a partnership, such individual is a general partner.
 2. An attestation letter must accompany all audited financial statements that are filed with the Exchange. The attestation letter must certify that copies of the financial statements shall be made available to each member of the Exchange whose membership is registered for the FCM and each general partner if the FCM is a partnership.
 3. The signature of the Chief Financial Officer, or the person who performs the same functions, may be waived by the Exchange, at

the discretion of the Exchange. In the event of such waiver, an FCM will be required to have the Chief Executive Officer sign the financial statements or, in the case of a partnership, a general partner if the Chief Executive Officer is not a general partner.

4. Financial statements audited by an independent public accountant must be attested to by the independent public accountant.
 5. Financial statements that are filed through Exchange-approved electronic transmission must be accompanied by the CBOT assigned Personal Identification Numbers (PINs) of the authorized signers. The PIN will constitute and become a substitute for the manual signature of the authorized signer. The PIN is a representation by the authorized signer that, to the best of his or her knowledge, all information contained in the statement being transmitted under the PIN is true, correct and complete.
 6. The unauthorized use of a CBOT assigned Personal Identification Number for electronic attestation by an unauthorized party is forbidden.
2. 1.12 - Maintenance of minimum financial requirements;
 3. 1.16 - Qualifications and reports of accountants;
 4. 1.17 - Minimum financial requirements;
 5. 1.18 - Records for and relating to financial reporting and monthly computation;
 6. 1.20 through 1.30 - Customers' Money, Securities, and Property;
 7. 1.32 - Segregated account; daily computation and record;
 8. 1.34 – Monthly record, “point balance”;
 9. 1.36(a) – Record of securities and property received from customers and option customers; and
 10. 30.7 - Treatment of foreign futures or foreign options secured amount.

Notwithstanding the foregoing requirements, the CBOT may impose additional accounting, reporting, financial and/or operational requirements as determined necessary by the Exchange.

- B. Each non-FCM Clearing Member firm must file with the Exchange a certified year-end financial statement within 90 days of the firm’s year end. In addition, such a firm is also required to file, within ~~45~~ 17 business days of the statement dates, unaudited quarterly financial statements for each of the three quarters that do not end on the firm’s year end.
- C. Sole Proprietor Clearing Members must file with the Exchange unaudited quarterly financial statements within ~~45~~ 17 business days of the statement dates.
- D. For firms that are regular to deliver agricultural products see Appendix 10H.
- E. For firms that are regular to deliver Rough Rice see Appendix 37D.

In addition, any FCMs, Non-FCMs, or Sole Proprietors who are CBOT Clearing Members must comply with any additional minimum financial requirements or financial statement filing requirements imposed on such members by the Exchange, or by the Clearing Services Provider, pursuant to a Clearing Services Agreement.

Exchange staff may grant exceptions to the financial requirements imposed by this Regulation, unless required by the Commodity Futures Trading Commission, for good cause, if it is determined that such exceptions will not jeopardize the financial integrity of the Exchange, or the Clearing Services Provider, as applicable.