

May 12, 2014

**VIA ELECTRONIC MAIL**

Assistant Secretary for FOI, Privacy  
and Sunshine Acts Compliance  
Commodity Futures Trading Commission  
Three Lafayette Center  
1155 21<sup>st</sup> Street, N.W.  
Washington, D.C. 20581

**Re: Petition for Confidential Treatment**

Dear Sir/Madam:

NASDAQ Futures, Inc. ("NQF") has on this date provided the material described in Appendix A to this letter (the "Confidential Submission") to the Secretary of the Commission and staff of the Division of Market Oversight.

In accordance with the provisions of Commission Regulations 38.3(a)(3), 145.5 and 145.9, we hereby request confidential treatment of the Confidential Submission. Confidential treatment is requested, *inter alia*, on the grounds that the Confidential Submission contains data and information that would separately disclose business transactions and trade secrets that may not be disclosed to third parties, as provided in Section 8(a) of the Commodity Exchange Act and Commission Regulation 145.5(c)(1). Confidential treatment additionally is requested on the grounds that the Confidential Submission is exempt from Disclosure under paragraph (b) (4) of the Freedom of Information Act ("FOIA") and Commission Regulations 145.5(d) and 145.9(d)(1)(ii) because it contains commercial and financial information that is confidential and would be of material assistance to competitors of NQF.

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

We understand that if the Commission receives a FOIA request for the Confidential Submission, we will be notified of such request in accordance with the Commission's regulations and be asked to submit, within ten business days, a detailed written justification for confidential treatment of the Confidential Submission. 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 portion of the Confidential Submission to another federal agency, we request that you forward a copy of this letter to

any such agency with the Confidential Submission and further request that you advise any such agency that NQF 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 Submission; or (2) refer to any conference, meeting, or telephone conversation between NQF, its current or former employees, representatives, agents, auditors or counsel on the one hand and employees of the Commission (or any other government agency) on the other, relating to the Confidential Submission.

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 (215) 496-5692 or [angela.dunn@nasdaqomx.com](mailto:angela.dunn@nasdaqomx.com).

Sincerely,



Angela S. Dunn  
Associate General Counsel

cc: Lois Gregory  
Alexandros Stamoulis  
Susan Stewart

## **Appendix A**

NASDAQ Futures, Inc. requests that the following information be subject to its request for confidential treatment pursuant to §145.9 of the Commission regulations:

- Exhibit A (ownership)
- Exhibit B (officers and directors)
- Exhibit C (fitness standards)
- Exhibit D (organizational structure)
- Exhibit E (personnel qualifications)
- Exhibit F (staffing requirements)
- Exhibit H (material pending litigations)
- Exhibit I-2 and I-4 (financial resources and agreement and estimate of future operations)
- Exhibit J (balance sheet and income statement)
- Exhibit K (fees)
- Exhibit N (third party contracts)
- Exhibit O (trade practice, market and financial surveillance)
- Exhibit P (disciplinary and enforcement)
- Exhibit Q (trading system algorithms)
- Exhibit S (maintenance of trade data)
- Exhibit T (clearing)
- Exhibit V- amended (Technology Questionnaire)