



January 31, 2014

**Submitted via CFTC Portal**

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

CONFIDENTIAL TREATMENT  
REQUESTED

Re: tpSEF Inc. – Regulation 40.6 Rule Certification

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 provided in Exhibit B. The Fee Schedule is intended to be implemented on February 17, 2014.

Pursuant to Commission regulation 40.6, this submission includes:

- (i) A copy of the submission cover sheet in accordance with the instructions in Appendix D of Part 40 of the Commission’s regulations, attached as Exhibit A;
- (ii) A concise explanation and analysis of the amended Fee Schedule and its compliance with applicable provisions of the Act, attached as Exhibit B; and
- (iii) A copy of the amended Fee Schedule, attached as Exhibit C.

tpSEF hereby certifies that the amendments comply with the requirements of the Act and 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 Fee Schedule and explanation and analysis of amendments.

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Please contact the undersigned at (201) 984-6956 or by email at [bddonnelly@tullettprebon.com](mailto:bddonnelly@tullettprebon.com) with any questions regarding this matter.

Very truly yours,

tpSEF Inc.

By: 

Name: ~~Brian D. Donnelly~~ *MARK T. CAMPBELL* *BDD*

Title: ~~Chief Compliance Officer~~ *CHIEF OPERATING OFFICER* *BDD*

Enclosures

cc w/o enclosures: Division of Market Oversight ([dmosubmissions@cftc.gov](mailto:dmosubmissions@cftc.gov))



January 31, 2014

**FOIA CONFIDENTIAL TREATMENT REQUEST**

By overnight mail and email:  
[FOIAsubmissions@cftc.gov](mailto:FOIAsubmissions@cftc.gov)

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

CONFIDENTIAL TREATMENT  
REQUESTED

Re: Freedom of Information Act ("FOIA") Confidential Treatment Request for Information Submitted to the CFTC Pursuant to Section 5c(c) of the CEA and Part 40.6(a) of the Regulations of the CFTC by tpSEF Inc.

Dear Sir or Madam:

tpSEF Inc. ("tpSEF") today submitted an amendment to its fee schedule ("Fee Schedule") to the Secretary of U.S. Commodity Futures Trading Commission (the "Commission" or the "CFTC"). The amended Fee Schedule and the related exhibits were provided to the CFTC pursuant to Section 5c(c) of the Commodity Exchange Act (the "Act") and Section 40.6(a) of the regulations of the Commission. tpSEF submitted one copy of the Fee Schedule, the related exhibits and the accompanying cover letter (collectively, the "Fee Schedule Submission") via the CFTC Portal.

tpSEF hereby requests, pursuant to Commission regulations 40.8 and 145.9, that Exhibits B and C of the Fee Schedule Submission (the "Confidential Documents") (as set forth below and clearly marked on each relevant page) be accorded confidential treatment on the grounds that disclosure would reveal confidential commercial and financial information and would be of material assistance to competitors of tpSEF.

Additionally, tpSEF requests FOIA confidential treatment of any notes, memoranda, or other records created by or at the direction of the CFTC, its officers or staff members, that reflect, refer or relate to the Confidential Documents.

This request for FOIA confidential treatment is sought for as long as the Commission remains in control and/or possession of the Confidential Documents, or any notes, memoranda, or other records created by or at the direction of the CFTC, its officers or staff members, that reflect, refer or relate thereto.

Assistant Secretary of the Commission for FOI,  
Privacy and Sunshine Acts Compliance  
U.S. Commodity Futures Trading Commission  
January 31, 2014

We understand that if the Commission receives a FOIA request for Exhibits B and C, tpSEF 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 Documents.

In the event the Commission or its staff provides any of the Confidential Documents to another federal agency, we request that the Commission provide a copy of this letter to such agency with the Confidential Documents and further request that the Commission or its staff inform such agency that tpSEF has requested that this material be accorded confidential treatment.

In addition, please note the accompanying request that your Office acknowledge receipt of the request for confidential treatment, by date-stamping and returning one copy of the enclosed cover letter, in the enclosed self-addressed, postage-prepaid envelope.

Each page of the Confidential Documents has been labelled "Confidential Treatment Requested by tpSEF Inc." and numbered as provided on Schedule A.

Please promptly inform Mr. Brian Donnelly, Chief Compliance Officer, tpSEF Inc. at 101 Hudson Street, Jersey City, NJ 07302, [bddonnelly@tullettprebon.com](mailto:bddonnelly@tullettprebon.com), of any request under FOIA seeking access to the Confidential Documents to enable tpSEF to further substantiate the grounds for confidential treatment.

Thank you for your attention to this matter. Please contact the undersigned at (201) 984-6956 if you have any questions regarding this matter.

Very truly yours,

tpSEF Inc.

By: 

Name: ~~Brian D. Donnelly~~ *MARK T. CAMPBELL* *BDD*

Title: ~~Chief Compliance Officer~~ *CHIEF OPERATING OFFICER* *BDD*

Enclosures

cc: Secretary of the Commission (Email: [secretary@cftc.gov](mailto:secretary@cftc.gov))  
Division of Market Oversight (Email: [dmosubmissions@cftc.gov](mailto:dmosubmissions@cftc.gov))