



June 28, 2012

VIA ELECTRONIC MAIL

David A. Stawick
Secretary
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, N.W.
Washington, DC 20581

Re: Rule Filing SR-OCC-2012-09 Rule Certification

Dear Secretary Stawick:

Enclosed is a copy of the above-referenced rule filing, which the The Options Clearing Corporation (“OCC”) is submitting pursuant to the self-certification procedures of Commission Regulation 40.6. The date of implementation of the rule is at least 10 business days following receipt of the rule filing by the CFTC. This rule filing has been, or is concurrently being, submitted to the Securities and Exchange Commission (the “SEC” or “Commission”) under the Securities Exchange Act of 1934 (the “Exchange Act”). The text of the amended rule filing is set forth at Item 1 of the enclosed filing.

In conformity with the requirements of Regulation 40.6(a)(7), OCC states the following:

Explanation and Analysis

The purpose of the proposed rule change is to amend OCC’s Schedule of Fees to eliminate fees for three brochures which are now provided to clearing members free of charge. In 2011, a decision was made to eliminate the nominal fee charged to clearing members for the following brochures: Taxes & Investing: A Guide for the Individual Investor, LEAPS® and Understanding Stock Options. Since that decision, clearing members have not been charged for ordering the brochures although the fees therefor continued to be listed on OCC’s fee schedule. OCC proposes to amend its Schedule of Fees to reflect that these brochures are offered free of charge.

The amended Schedule of Fees is attached hereto as Exhibit 5.

Additions are indicated by underlining and deletions are indicated by bold brackets.

Opposing Views

No opposing views were expressed related to the rule amendments.

Notice of Pending Rule Certification

OCC hereby certifies that notice of this rule filing has been given to Clearing Members of OCC in compliance with Regulation 40.6(a)(2) by posting a copy of the submission on OCC's website concurrently with the filing of this submission.

Certification

OCC hereby certifies that the rule set forth at Item 1 of the enclosed filing complies with the Act and the CFTC's regulations thereunder.

Should you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,



Stephen Szarmack

Enclosure

cc: CFTC Central Region (w/ enclosure)
525 West Monroe Street, Suite 1100
Chicago, IL 60661

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 19b-4

Proposed Rule Change
by

THE OPTIONS CLEARING CORPORATION

Pursuant to Rule 19b-4 under the
Securities Exchange Act of 1934

Item 1. Text of the Proposed Rule Change

The Options Clearing Corporation (“OCC” or the “Corporation”) proposes to amend its Schedule of Fees, effective July 16, 2012, to reflect the elimination of fees for certain educational brochures. The revised OCC Schedule of Fees is attached hereto as Exhibit 5.

Material added thereto is marked by underlining, and material deleted therefrom is enclosed in brackets.

Item 2. Procedures of the Self-Regulatory Organization

The proposed rule change was approved by the Board of Directors of OCC at a meeting held on May 22, 2012.

Questions regarding the proposed rule change should be addressed to Stephen Szarmack, Vice President and Associate General Counsel, at (312) 322-4802.

Item 3. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

The purpose of this proposed rule change is to amend OCC’s Schedule of Fees to eliminate fees for three brochures which are now provided to clearing members free of charge. In 2011, a decision was made to eliminate the nominal fee charged to clearing members for the following brochures: Taxes & Investing: A Guide for the Individual Investor, LEAPS® and Understanding Stock Options. Since that decision, clearing members have not been charged for ordering the brochures although the fees therefor continued to be listed on OCC’s fee schedule. OCC proposes to amend its Schedule of Fees to reflect that these brochures are offered free of charge.

* * *

The proposed rule change is consistent with Section 17A of the Securities Exchange Act of 1934, as amended (the "Act"), because it reflects the elimination of a nominal fee charged to clearing members for certain educational materials relating to listed options, thereby reducing costs on investors and persons facilitating transactions on behalf of investors. In addition, the proposed rule change aligns OCC's Schedule of Fees with current billing practices. The proposed rule change is not inconsistent with any rules of OCC, including any other rules proposed to be amended.

Item 4. Self-Regulatory Organization's Statement on Burden on Competition

OCC does not believe that the proposed rule change would impose any burden on competition.

Item 5. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants or Others

Written comments were not and are not intended to be solicited with respect to the proposed rule change and none have been received.

Item 6. Extension of Time Period for Commission Action

Not applicable.

Item 7. Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)

Pursuant to Section 19(b)(3)(A) and Rule 19b-4(f)(1), the proposed rule change is filed for immediate effectiveness inasmuch as it constitutes a stated policy, practice or interpretation with respect to the meaning, administration, or enforcement of an existing rule. Notwithstanding the foregoing, implementation of this rule change will be delayed until this rule change is deemed certified under CFTC Regulation §40.6.

Item 8. Proposed Rule Change Based on Rule of Another Self-Regulatory Organization or of the Commission

The proposed rule change is not based on a rule of another self-regulatory organization or of the Commission.

Item 9. Exhibits

Exhibit 1. Completed Notice of Proposed Rule Change for publication in the Federal Register.

Exhibit 5. OCC Schedule of Fees, effective July 16, 2012.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, The Options Clearing Corporation has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

THE OPTIONS CLEARING CORPORATION

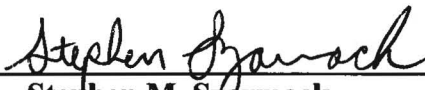
By: 
Stephen M. Szarmack
Vice President and
Associate General Counsel

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION

(Release No. 34-_____ ; File No. SR-OCC-2012-09

SELF-REGULATORY ORGANIZATION

Proposed Rule Change By
The Options Clearing Corporation

Relating to OCC's Schedule of Fees

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934, 15 U.S.C. 78s(b)(1), notice is hereby given that on _____, 2012, The Options Clearing Corporation ("OCC") filed with the Securities and Exchange Commission the proposed rule change as described in Items I, II and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

The proposed rule change would amend OCC's Schedule of Fees to eliminate fees for three brochures which are now provided to clearing members free of charge.

II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in sections (A), (B), and (C) below, of the most significant aspects of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

The purpose of this proposed rule change is to amend OCC's Schedule of Fees to eliminate fees for three brochures which are now provided to clearing members free of charge. In 2011, a decision was made to eliminate the nominal fee charged to clearing members for the following brochures: Taxes & Investing: A Guide for the Individual Investor, LEAPS[®] and Understanding Stock Options. Since that decision, clearing members have not been charged for ordering the brochures although the fees therefor continued to be listed on OCC's fee schedule. OCC proposes to amend its Schedule of Fees to reflect that these brochures are offered free of charge.

* * *

The proposed rule change is consistent with Section 17A of the Securities Exchange Act of 1934, as amended (the "Act"), because it reflects the elimination of a nominal fee charged to clearing members for certain educational materials relating to listed options, thereby reducing costs on investors and persons facilitating transactions on behalf of investors.

In addition, the proposed rule change aligns OCC's Schedule of Fees with current billing practices. The proposed rule change is not inconsistent with any rules of OCC, including any other rules proposed to be amended.

B. Self-Regulatory Organization's Statement on Burden on Competition

OCC does not believe that the proposed rule change would impose any burden on competition.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants or Others

Written comments were not and are not intended to be solicited with respect to the proposed rule change and none have been received.

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A) of the Act and paragraph (f) of Rule 19b-4 thereunder. Notwithstanding the foregoing, OCC will delay implementation of the rule change until it is deemed certified under CFTC Regulation §40.6. At any time within 60 days of the filing of the proposed rule change, the Commission may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act.

IV. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

Electronic Comments:

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to rule-comments@sec.gov. Please include File Number SR-OCC-2012-09 on the subject line.

Paper Comments:

- Send paper comments in triplicate to Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-1090.

All submissions should refer to File Number SR-OCC-2012-09. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Section, 100F Fifth Street, N.E., Washington, D.C. 20549-1090. Copies of such filing will also be available for inspection and copying at the principal office of the above-mentioned self-regulatory

organization. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-OCC-2012-09 in the caption above and should be submitted on or before [insert date 21 days from publication in the Federal Register.] _____.

For the Commission by the Division of Market Regulation, pursuant to delegated authority.

Secretary

Dated: _____

THE OPTIONS CLEARING CORPORATION SCHEDULE OF FEES – JUNE [2009]2012

CLEARING MEMBER CLEARING

Clearing Fees *

Trades with contracts of:	
1 – 500	\$.03
501 – 1000	\$.024
1001 – 2000	\$ 18.00 per trade
Greater than 2000	\$ 18.00 per trade

*Discounted fees in effect until further action by the OCC Board of Directors.

New Products

From the first day of listing through the end of the following calendar month: \$ 0.00

Thereafter reverts to the clearing fees specified above.

Market Maker/Specialist Scratch per side	\$ 0.01
Minimum Monthly Clearing Fee	\$ 200.00
Exercise Fee – per line item on exercise notice	\$ 1.00

MEMBERSHIP

New Clearing Member Qualification Fee	\$ 4,000.00
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Stock and Market Loan Program Transaction Fees

Per transaction assessed against each lender and borrower	\$ 1.00
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STAMPS

Clearing Member Authorization Stamp	\$ 23.00 per stamp
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ANCILLARY SERVICES

TIER I

- ENCORE Access
- MyOCC Access
- Data Service – proprietary position and trade data (includes transmission to service bureau)
- Report Bundle
- Series File
- Special Settlement File
- Open Interest File
- Prices File
- Stock Loan File
- Theoretical Profit and Loss Values
- Leased line charges are additional \$ 1,500.00 per month

Additional Clearing Member:

No Charge

TIER II

- ENCORE Access
- MyOCC Access
- Data Service – proprietary position and trade data (includes transmission to service bureau)
- Report Bundle
- Leased line charges are additional \$ 1,000.00 per month

TIER III

- ENCORE Access
- MyOCC Access
- \$650.00 per month

TIER IV (Stock Loan Only)

- ENCORE Access
- MyOCC Access
- \$ 300.00 per month

LEASED LINE SERVICES

T1 line to a Midwest Destination	- \$1,000.00 per month, per line
T1 line to an East Coast Destination	- \$1,500.00 per month, per line
T1 line to a West Coast Destination	- \$2,000.00 per month, per line

CLEARING MEMBER/NON-CLEARING MEMBER

PUBLICATIONS/BROCHURES

Disclosure Documents	\$.45
["Understanding Stock Options" (quantities of 99 or less)	\$	1.00
(quantities of 100 or more)	\$.90
"Taxes & Investing: A Guide for the Individual Investor" (quantities of 99 or less)	\$	1.00
(quantities of 100 or more)	\$.90
"LEAPS® (Long-term Equity Anticipation Securities®)" (quantities of 99 or less)	\$	1.00
(quantities of 100 or more)	\$.90]
OCC/ICC By-Laws and Rules	\$	47.00
(Updates can be obtained on a subscription basis for \$47.00 per year.)		

NON-CLEARING MEMBER

SERIES INFORMATION

Non-Clearing Member	
Non-Distribution	\$1,750.00 per month
Distribution	\$3,000.00 per month

PRICES INFORMATION

Non-Clearing Member	\$3,000.00 per month
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THEORETICAL PROFIT AND LOSS VALUES*

Non-Clearing Member	\$1,000.00 per month
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ESCROW BANKS

ESCROW PROGRAM FEES

Escrow Bank Monthly Program Fee	\$200.00
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ALL FEES ARE SUBJECT TO CHANGE

For further information, contact Member Services at 1-800-621-6072 or refer to OCC's Member Services Brochure.

* The fee referenced herein applies to non-clearing members who receive Theoretical Profit and Loss Values via mainframe transmission or FTP. Non-clearing members who receive Theoretical Profit and Loss Values via TIO after October 1, 2007, will continue to be charged current TIO fees for the Data.