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Jason Silverstein
Director and Associate General Counsel
Legal Department

December 20, 2011

VIA E-MAIL

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

**RE: Fee Schedule for OTC Interest Rate Swap Clearing ("OTC IRS")
CME Submission No. 11-523**

Dear Mr. Stawick:

Chicago Mercantile Exchange Inc ("CME") hereby notifies the Commodity Futures Trading Commission ("Commission") that it plans to implement a schedule of fees (the "Fee Schedules") that will apply to OTC IRS. The Fee Schedules will become effective on January 6, 2012.

Exhibit 1 sets forth the new fee schedule that will be applicable to IRS Clearing Members clearing OTC IRS transactions at CME Group. Exhibit 2 sets forth the new fee schedule that will be applicable to customers of IRS Clearing Members clearing OTC IRS transactions at CME Group.

CME reviewed the designated clearing organization core principles ("Core Principles") as set forth in the Commodity Exchange Act ("CEA"). During the review, CME identified the following Core Principles as potentially being impacted:

Participant and Product Eligibility. The Fee Schedules set forth fees that will apply to all market participants clearing OTC IRS contracts at CME. CME believes that the new Fee Schedules will encourage customers to submit additional volume into the system to ensure system readiness and help build open interest ahead of a regulatory mandate.

Rule Enforcement. CME does not believe the Fee Schedules incentivize market abuse in any way and does not otherwise impact any aspects of CME's risk management, settlement procedures, treatment of funds or default rules or procedures. Chapter 4 of CME rules includes prohibitions against fraudulent, non-competitive, unfair or abusive practices.

CME certifies that the new Fee schedules comply with the Commodity Exchange Act and the regulations thereunder. There were no substantive opposing views to this Program. The new Fee Schedules will become effective on January 6, 2012.

The Exchange certifies that this submission has been concurrently posted on the Exchange's website at <http://www.cmegroup.com/market-regulation/rule-filings.html>

Mr. David Stawick
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If you require any additional information regarding this submission, please contact Steve Dayon at 312-466-4447 or via e-mail at steven.dayon@cmegroup.com, or contact me at 212-299-2228. Please reference our CME Submission No. 11-523 in any related correspondence.

Sincerely,

/s/ Jason Silverstein
Director & Associate General Counsel

Attachments

EXHIBIT 1

OTC INTEREST RATE SWAPS CUSTOMER FEE SCHEDULE

Transaction Fee Schedule				
<u>Transaction Maturity</u>	<u>Base Fee Rates*</u> <u>(Per Million Notional)</u>			
	<u>USD</u>	<u>EUR</u>	<u>GBP</u>	<u>CAD</u>
0 - 1 Year	\$1.00	€ 1.00	£1.00	C\$1.00
1+ - 3 Years	\$2.50	€ 2.50	£2.50	C\$2.50
3+ - 6 Years	\$4.50	€ 4.50	£4.50	C\$4.50
6+ - 9 Years	\$6.00	€ 6.00	£6.00	C\$6.00
9+ - 12 Years	\$8.00	€ 8.00	£8.00	C\$8.00
12+ - 16 Years	\$10.00	€ 10.00	£10.00	C\$10.00
16+ - 21 Years	\$12.50	€ 12.50	£12.50	C\$12.50
21+ - 26 Years	\$15.00	€ 15.00	£15.00	C\$15.00
26+ - 31 Years	\$17.50	€ 17.50	£17.50	C\$17.50
31+ - 50 Years	\$24.00	€ 24.00	£24.00	N/A

*all fees are charged in the same currency as the swap notional

“Transaction Maturity” shall be calculated for a transaction as the lesser of (x) the number of full months from the clearing date for the transaction to the transaction maturity date and (y) the number of full months from the transaction effective date to the transaction maturity date.

Maintenance Fee (per million notional, rounded to the nearest .01)			
<u>USD</u>	<u>EUR</u>	<u>GBP</u>	<u>CAD</u>
\$2.00	€2.00	£2.00	C\$2.00

*all maintenance fees are charged in the same currency as the swap notional

- Maintenance fees are charged annually, on the anniversary date of each line item. If that anniversary date is not a valid business day, then the fee will be charged on the next good business day
- Maintenance fees will not be charged for trades which are terminated before the anniversary date

EXHIBIT 2

OTC INTEREST RATE SWAPS IRS CLEARING MEMBER FEE SCHEDULE

Transaction Fee Schedule				
Transaction Maturity	Base Fee Rates*			
	(Per Million Notional)			
	USD	EUR	GBP	CAD
0 - 1 Year	\$0.75	€ 0.75	£0.75	C\$0.75
1+ - 3 Years	\$1.88	€ 1.88	£1.88	C\$1.88
3+ - 6 Years	\$3.38	€ 3.38	£3.38	C\$3.38
6+ - 9 Years	\$4.50	€ 4.50	£4.50	C\$4.50
9+ - 12 Years	\$6.00	€ 6.00	£6.00	C\$6.00
12+ - 16 Years	\$7.50	€ 7.50	£7.50	C\$7.50
16+ - 21 Years	\$9.38	€ 9.38	£9.38	C\$9.38
21+ - 26 Years	\$11.25	€ 11.25	£11.25	C\$11.25
26+ - 31 Years	\$13.13	€ 13.13	£13.13	C\$13.13
31+ - 50 Years	\$18.00	€ 18.00	£18.00	N/A

*all fees are charged in the same currency as the swap notional

“Transaction Maturity” shall be calculated for a transaction as the lesser of (x) the number of full months from the clearing date for the transaction to the transaction maturity date and (y) the number of full months from the transaction effective date to the transaction maturity date.

Maintenance Fees

Not Applicable