

February 5, 2015

By CFTC Portal

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

Re: *tpSEF Inc. – Regulation 40.6 Rule Certification (tpSEF Submission #15-03R)*

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”), a temporarily-registered swap execution facility, hereby notifies the Commission that it wishes to amend its Rulebook as provided in Exhibit A. The intended date of implementation of the amended Rulebook is February 20, 2015.

Pursuant to Commission Regulation 40.6, this submission includes:

- (i) A concise explanation and analysis of the amended rules and their compliance with applicable provisions of the Act, attached as Exhibit A;
- (ii) A clean copy of the amended Rulebook, attached as Exhibit B;
- (iii) A copy of the amended Rulebook marked to show changes to the version effective February 18, 2015, submitted to the Commission pursuant to Commission Regulation 40.6(a) on February 3, 2015, attached as Exhibit C; and
- (iv) A copy of the amended Rulebook marked to show changes to the currently effective version dated November 19, 2014, attached as Exhibit D.

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.

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

Very truly yours,

tpSEF Inc.

By: _____

Name: Brian Donnelly

Title: Chief Compliance Officer

Enclosures

cc: Division of Market Oversight (dmosubmissions@cftc.gov)
Roger Smith (rsmith@cftc.gov)
Mark Campbell (mcampbell@tullettprebon.com)

EXHIBIT A

Explanation of Amended Rules

Summary: tpSEF wishes to amend its Rulebook as provided below. A clean copy of the amended Rulebook is attached as Exhibit B. A copy marked to show changes to the version effective February 18, 2015 is attached as Exhibit C, and a copy marked to show changes to the currently effective version dated November 19, 2014 is attached as Exhibit D.

Capitalized terms used but not defined herein have the meanings assigned to them in the Rulebook.

Section	Description of Revision	Reason and/or Supporting Core Principle
Cover Page	Change Rulebook effective date.	Conforming change
Table of Contents	Conform page references.	Conforming change
Rule 1000	Amend definition of “Package Transaction (Order Book/RFQ Exempt)” to clarify that the term includes Package Transactions for which the CFTC has granted currently-effective relief or other exception or exemption from the requirements of (i) Section 2(h)(8) of the CEA and/or (ii) CFTC Regulation 37.9, not necessarily both.	Clarifying change
Rule 4004	Add provision to Rule 4004 specifying the execution methods for Package Transaction (Order Book/RFQ Exempt).	Core Principle 2

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EXHIBIT B

Amended tpSEF Inc. Rulebook

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EXHIBIT C

Amended tpSEF Inc. Rulebook

Version Marked to Show Changes to Version Effective February 18, 2015

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EXHIBIT D

Amended tpSEF Inc. Rulebook

Version Marked to Show Changes to Currently Effective Version