

SUBMISSION COVER SHEET

Registered Entity Identifier Code (optional)

Date: 10/02/2013

IMPORTANT: CHECK BOX IF CONFIDENTIAL TREATMENT IS REQUESTED.

ORGANIZATION

TW SEF LLC

FILING AS A:

DCM

SEF

DCO

SDR

ECM/SPDC

TYPE OF FILING

• **Rules and Rule Amendments**

Certification under § 40.6 (a) or § 41.24 (a)

“Non-Material Agricultural Rule Change” under § 40.4 (b)(5)

Notification under § 40.6 (d)

Request for Approval under § 40.4 (a) or § 40.5 (a)

Made Available To Trade Determination under § 40.5 or § 40.6

Advance Notice of SIDCO Rule Change under § 40.10 (a)

• **Products**

Certification under § 40.2 (a) or § 41.23 (a)

Submission under § 39.5

Swap Class Certification under § 40.2 (d)

Request for Approval under § 40.3 (a)

Novel Derivative Product Notification under § 40.12 (a)

RULE NUMBERS

Notice to TW SEF Participants temporarily amending TW SEF Rule 303(a).

DESCRIPTION

Emergency Rule Certification: TW SEF amended Rule 303(a) by notifying its participants that, until November 1, 2013, they will remain subject to existing terms of participation with Tradeweb LLC and/or Tradeweb Markets LLC previously executed by participants and currently in effect to the extent consistent with CFTC Regulations.

TW SEF LLC
1177 Avenue of the Americas
New York, New York 10036

October 2, 2013

By electronic submission

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

Re: Commission Regulation 40.6(a)(6)
Emergency Rule Certification

Dear Ms. Jurgens:

TW SEF LLC (“TW”) hereby notifies the Commodity Futures Trading Commission (the “Commission” or the “CFTC”) that:

1. TW certifies that it has adopted the Notice to TW SEF Participants attached hereto as Appendix A (the “Notice”) as an emergency rule pursuant to Commission Regulation 40.6(a)(6).
2. TW has electronically submitted the Notice to the Commission under cover of the enclosed submission cover sheet in accordance with Appendix D to Part 40 of the Commission’s regulations.
3. The Notice temporarily amends TW Rule 303(a) with immediate effect on October 2, 2013 until November 1, 2013.
4. TW certifies that the Notice complies with the Commodity Exchange Act and regulations promulgated by the Commission thereunder (“CFTC Regulations”).
5. TW posted the Notice on its website today, October 2, 2013.
6. TW issued the Notice to amend its rule 303(a) in light of the no-action relief granted by Commission staff in CFTC Letter 13-57 relating to onboarding and CFTC Letter 13-62 related to pre-trade screening of orders. The Notice provides that orders entered and transactions executed on the TW SEF will, until November 1, 2013, remain subject to existing terms of participation with Tradeweb LLC and/or Tradeweb Markets LLC, as applicable, previously executed by participants and any documentation currently in effect between transacting counterparties to the extent that such terms and documentation are consistent with CFTC Regulations. As a result of CFTC Letter 13-57, TW must delay

until November 1, 2013 implementing Rule 303(a) which requires participants on the TW SEF to complete the Participant Documentation, as defined in Rule 101, which among other things, obligates each participant to abide by the rules of the TW SEF. Therefore to preserve and promote compliance with rules as required by SEF Core Principle 2, and the financial integrity of transactions, as required by SEF Core Principle 7, TW issued the Notice to bridge the gap between launching the SEF on October 2, 2013 and November 1, 2013, when the CFTC will permit TW to enforce Rule 303(a), thereby requiring all participants to adhere to TW SEF's entire rulebook.

In the event that you have questions, please call me at (646) 430-6145 or send an email to robert.paul@tradeweb.com.

Yours truly,



C. Robert Paul
Chief Compliance Officer

cc: Nancy Markowitz
Lois Gregory

Notice to TW SEF Participants

October 2, 2013

TW SEF LLC ("**TW SEF**") hereby notifies its participants that in light of recent Commodity Futures Trading Commission ("**CFTC**") staff no-action relief relating to onboarding¹ and pre-trade screening of orders,² orders entered and transactions executed on the TW SEF will, until November 1, 2013, remain subject to existing terms of participation with Tradeweb LLC and/or Tradeweb Markets LLC, as applicable, previously executed by participants to the extent consistent with CFTC Regulations and any documentation currently in effect between transacting counterparties.³

By participating on the TW SEF, each participant will be deemed to acknowledge and agree (i) to the foregoing and (ii) that the participant has a continuing obligation to provide to TW SEF, on a timely basis, all information with respect to orders entered and transactions placed or conducted by the participant on the TW SEF that is necessary in order for TW SEF to comply with its obligations under applicable law, including without limitation, applicable CFTC Regulations with respect to reporting and clearing.

If you have any questions or would like any additional information, please contact Scott Zucker, TW SEF Chief Administrative Officer at 646.430.6160.

¹See CFTC Letter 13-57.

²See CFTC Letter 13-62. TW SEF will be seeking no-action relief pursuant to CFTC Letter 13-62 prior to October 10, 2013

³SEF Agreements / Addenda executed by participants will be effective on November 1, 2013 unless the timing set out in CFTC Letter 13-57 is extended.