

SUBMISSION COVER SHEET

Registered Entity Identifier Code (optional) 12-357

Date: November 9, 2012

IMPORTANT: CHECK BOX IF CONFIDENTIAL TREATMENT IS REQUESTED.

ORGANIZATION

Chicago Mercantile Exchange Inc.

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)



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

• Products



Certification under § 39.5(b), § 40.2 (a), or § 41.23 (a)



Swap Class Certification under § 40.2 (d)



Request for Approval under § 40.3 (a)



Novel Derivative Product Notification under § 40.12 (a)

RULE NUMBERS

N/A

DESCRIPTION

Modifications to CME Eurodollar Futures and Options Market Maker Tier Incentive Program



Christopher Bowen
Managing Director and Chief Regulatory Counsel
Legal Department

November 9, 2012

VIA E-MAIL

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

**RE: Modifications to CME Eurodollar Futures and Options Market Maker Tier Incentive Program
CME Submission No. 12-357**

Dear Ms. Warfield:

Chicago Mercantile Exchange Inc. ("CME" or the "Exchange") hereby notifies the Commodity Futures Trading Commission ("Commission") of modifications to the CME Eurodollar Futures and Options Market Maker Tier Incentive Program ("Program"). The proposed modifications to the Program will become effective on January 2, 2013.

Exhibit 1 sets forth the terms of the Program. The modifications appear below, with additions underscored and deletions ~~everstruck~~.

CME business staff responsible for the Program and the CME legal department collectively reviewed the designated contract market core principles ("Core Principles") as set forth in the Commodities Exchange Act ("CEA"). During the review, CME staff identified the following Core Principles as potentially being impacted; Prevention of Market Disruption, Execution of Transactions, Protection of Market Participants, Compliance with Rules, and Record Keeping.

The Program and proposed modifications do not incentivize manipulative trading or market abuse and do not impact the Exchange's ability to perform its trade practice and market surveillance obligations under the CEA. The Exchange's market regulation staff will nevertheless continue to monitor trading in the Program's products to prevent manipulative trading and market abuse. The incentives in the Program do not impact the Exchange's order execution. Participants in the Program will be selected by the Exchange's staff using criteria as further stated in Exhibit 1. Chapter 4 of the Exchange's rules includes prohibitions against fraudulent, non-competitive, unfair or abusive practices. The Program is subject to these rules. The Program is subject to the Exchange's record retention policies which comply with the CEA.

CME certifies that the Program and the modifications to the Program comply with the CEA and the regulations thereunder. There were no substantive opposing views to this Program or the proposed modifications.

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>

If you require any additional information regarding this submission, please contact Robert Lev at 312-930-3019 or via e-mail at robert.lev@cmegroup.com, or contact me at 212-299-2200. Please reference our CME Submission No. 12-357 in any related correspondence.

Sincerely,

/s/ Christopher Bowen
Managing Director, Chief Regulatory Counsel

Attachments

EXHIBIT 1

CME Eurodollar Futures and Options Market Maker Tier Incentive Program

Program Purpose

The purpose of this Program is to incentivize Program participants to trade certain Interest Rate futures and options products on the CME Globex® Platform and open outcry trading venues. The resulting increase in liquidity benefits all participant segments in the market.

Product Scope

All CME Eurodollar futures and options products available for trading on the Globex® Platform and via open outcry ("Products").

Eligible Participants

All market makers that are simultaneously participating in both the Eurodollar Options Market Maker Program and the Eurodollar Pack and Bundle Market Maker Program are eligible to participate.

Program Term

Start date is January 1, 2012. End date is ~~December 31, 2012~~ December 31, 2013.

Hours

The incentives will apply to all trades made in the Products regardless of the execution time.

Obligations

Participants will be required to meet all obligations set forth under the Eurodollar Pack and Bundle Market Maker Program and the Eurodollar Option Market Maker Program.

Program Incentives

Fee Discounts: Upon satisfying all Program obligations, as determined by the Exchange, Program participants may qualify for predetermined fee discounts based on the amount of volume traded in the the Products on Globex® and via open outcry during a given calendar month.

Monitoring and Termination of Status

The Exchange shall monitor trading activity and participants' performance and shall retain the right to revoke Program participant status if it concludes from review that a Program participant no longer meets the eligibility requirements or fails to meet the obligations of the Program.