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OFFICE OF THE
SECRETARIAT

Rule Self-Certification

November 23, 2011

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

Re: Amendments to NFX Fee Schedule
Reference File SR-NFX-2011-13

Ladies and Gentlemen:

Pursuant to Section 5c(c)(1) of the Commodity Exchange Act, as amended ("Act"), and Section 40.6 of the regulations promulgated by the Commodity Futures Trading Commission under the Act, the NASDAQ OMX Futures Exchange, Inc. ("NFX" or "Exchange") hereby submits the attached amendment to its Fee Schedule in order that it may: (i) add a new participant category "Liquidity Provider;" (ii) add transaction charges for XAU/USD Spot Gold Futures Transactions; (iii) remove the reference to a Seat Lease and the corresponding fee; (iv) amend the process for billing the Regulatory Fee; and (v) make other technical amendments.

The Exchange proposes to add a new term "Liquidity Provider" to its Fee Schedule. A Liquidity Provider shall be defined as a member that submits orders into NFX subject to NFX Rules. The Exchange shall make a separate filing to amend the NFX Rules regarding a Liquidity Provider. The Liquidity Provider will be assessed a transaction charge of \$0.40 per contract on World Currency Futures contracts similar to a Customer. The Liquidity Provider will be exempt from the quarterly Regulatory Fee similar to a Marker Maker. This fee will be effective on December 9, 2011.

The Exchange proposes to add a new category of transaction charges for the XAU/USD Spot Gold Future. The Exchange shall make a separate filing to list this product. The Exchange will assess a transaction charge of \$0.18 per contract for XAU/USD Spot Gold Futures for all market participants, Customers, Firms, Market Makers and Liquidity Providers. These fees will be effective as of the date of effectiveness of the listing of the product.

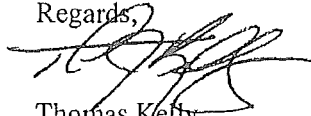
The Exchange proposes to remove the reference to the Seat Lease fee of \$100 per month. In a prior filing, SR-NFX-2011-08, the Exchange indicated that NFX shall not lease membership shares and amended the text of NFX Rule 118. This fee inadvertently remained on the Fee Schedule. The fee is no longer necessary and is being removed. This amendment will be effective on December 9, 2011.

The Exchange proposes to amend its process to invoice the quarterly Regulatory Fee. The NFX Regulatory Fee was effective on July 1, 2011. The Exchange has invoiced its members in arrears to date with respect to this fee. As of January 3, 2012, the Exchange intends to begin sending invoices to members at the beginning of the applicable quarter when the obligation was incurred by the member to pay the Regulatory Fee. The Exchange believes that this will provide members with notice of the outstanding obligation when the obligation is incurred. As mentioned herein, the Regulatory Fee will be waived for the the Liquidity Provider similar to a Market Maker. All amendments to the Regulatory Fee will be effective as of January 3, 2012.

Finally, the Exchange proposes other technical amendments to the Fee Schedule including adding Section titles and deleting outdated notes. These minor technical amendments would be effective on December 9, 2011. Attached hereto at Exhibit A is the Exchange's Fee Schedule which displays the amendments.

There were no opposing views among NFX's Board of Directors, members or market participants. NFX hereby certifies that these fee amendments comply with the Commodity Exchange Act and regulations thereunder. The Exchange also certified that this submission has been concurrently posted on the Exchange's website at:
<http://nasdaqomxphlx.cchwallstreet.com/NASDAQOMXPHLXTools/PlatformViewer.asp?selectednode=chp%5F1%5F1%5F1&manual=%2FNASDAQOMXPHLX%2Ffilings%2Fafx%2Dfilings%2F>
F.

Regards,



Thomas Kelly
Treasurer

Attachments

cc: Glenn Spann
Mr. J. Goodwin
Mr. Russell Rose

Exhibit A

New text is underlined; deleted text is in brackets.

**NFX
FEE SCHEDULE**

Section I – Transaction Charges

[TRANSACTION CHARGES (NOT APPLICABLE TO TRANSACTIONS IN PRODUCTS CLEARED BY INTERNATIONAL DERIVATIVES CLEARINGHOUSE)]

A. World Currency Futures Contract Transaction Charges:

- a. Customer^[1]: \$0.40 per contract side
- b. Firm^[2]: \$0.40 per contract side
- c. Market Marker^[3]: \$0.00 per contract side
- d. Liquidity Provider : \$0.40 per contract side

B. XAU/USD Spot Gold Futures Transaction Charges:

- a. Customer: \$0.18 per contract side
- b. Firm: \$0.18 per contract side
- c. Market Marker: \$0.18 per contract side
- d. Liquidity Provider : \$0.18 per contract side

Section II – Membership-Related Fees

[MEMBERSHIP-RELATED FEES]

A. Application and Seat Transfer Fees:

- a. Application Fee: \$350.00
- b. Seat Transfer Fee: \$250.00

[B. Seat Lease]

- [a. \$100.00 per month]

[C]B. Membership Fee:

\$100 per annum to be effective on the first of July each year

¹ [NFX clearing account type "C" to be cleared through a "segregated futures account."]

² [NFX clearing account type "F" to be cleared through a "firm account."]

³ [NFX clearing account type "M" to be cleared through a "segregated futures professional account" or a "proprietary futures professional account."]

[D]C. Regulatory Fee

\$500 per quarter*

* This Regulatory Fee would be waived for NFX members who incur a minimum of \$500 in transaction fees in a billing quarter. Market makers and liquidity providers are exempt from the Regulatory Fee.⁴ This fee will be invoiced at the beginning of the applicable quarter.

⁴ A market maker is defined as an NFX member that quotes continuous two-sided markets into NFX subject to [an agreement with the Exchange.] NFX Rules. A liquidity provider is defined as an NFX member that submits orders into NFX subject to NFX Rules.