

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFS website.

Form 19b-4 Information

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The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.

Exhibit 1 - Notice of Proposed Rule Change

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The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications

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Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.

Exhibit Sent As Paper Document

Exhibit 3 - Form, Report, or Questionnaire

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Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.

Exhibit Sent As Paper Document

Exhibit 4 - Marked Copies

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The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.

Exhibit 5 - Proposed Rule Text

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The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change.

Partial Amendment

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If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

Item 1. Text of Proposed Rule Change

(a) Chicago Board Options Exchange, Incorporated (“CBOE” or “Exchange”) proposes to amend its Fees Schedule to i) temporarily waive the Change of Status Fee for a membership status change involving a Temporary Member or a person on an Interim Trading Permit (“ITP”) who goes onto a CBOE transferable membership and ii) temporarily waive the Lease Application Fee for a lease under which a Temporary Member or a person on an ITP goes onto a CBOE transferable membership. The text of the proposed rule change is provided below:

(b) Not applicable.

(c) Not applicable.

(Changes are indicated by underlining additions and [bracketing deletions]. Only those fees that are affected are shown.)

**CHICAGO BOARD OPTIONS EXCHANGE, INCORPORATED
FEES SCHEDULE**

JANUARY [4]7, 2010

1. – 4. Unchanged.

FOOTNOTES: (1) – (17) Unchanged.

5. – 10 Unchanged

11. MEMBERSHIP APPLICATION FEES:**

| | |
|--------------------------------------------------|---------|
| A) Individual (Owner/Nominee/Lessee/Lessor)..... | \$2,500 |
| B) Joint Account (new joint account)..... | 1,000 |
| C) Non-Member Customer Business..... | 2,500 |
| D) Order Service Firm..... | 1,650 |
| E) Associated Person..... | 350 |
| F) Trading Firm Application..... | 4,000 |
| G) Lessor Firm Application..... | 2,000 |
| H) Renewal/Change of Status***..... | 500 |
| I) Membership Transfer into Trust..... | 1,000 |
| J) New Member Orientation and Exam..... | 500 |
| K) Lease Application***..... | 600 |
| L) Subject to Statutory Disqualification..... | 2,750 |
| M) Rule 19h- Change in Status..... | 1,650 |

| | |
|------------------------------------------------------------------|-------|
| N) Inactive Nominee Status (Per Quarter – Parking Space)..... | 750 |
| O) Inactive Nominee Status Change (Seat Swap): | |
| 1. Submission before 4pm on the day prior to effective date..... | 50 |
| 2. Submission after 4pm on the day prior to effective date..... | 100 |
| 3. Submission after 8am on the effective date..... | 200 |
| P) Fingerprint Processing Fee..... | 50 |
| Q) Seat Transfer Fee..... | 500 |
| R) Trading Firm Renewal Fee..... | 2,000 |

** Application fees related to a member organization's structural change are capped at \$10,000 (e.g. change from a limited partnership to a limited liability corporation). The Seat Transfer Fee is capped at \$2,000 for a seat transfer request covering multiple seats. Unchanged.

***The Change of Status Fee will be waived for a membership status change involving a Temporary Member or a person on an Interim Trading Permit who goes onto a CBOE transferable membership. The Lease Application Fee will be waived for a lease under which a Temporary Member or a person on an Interim Trading Permit goes onto a CBOE transferable membership. These fee waivers will be in effect through April 2, 2010.

12. – 23. Unchanged.

Remainder of Fees Schedule – Unchanged.

Item 2. Procedures of the Self-Regulatory Organization

The proposed rule change was approved by the Exchange's Office of the Chairman pursuant to delegated authority on January 7, 2010.

Questions and comments on the proposed rule change may be referred to Joanne Moffic-Silver, General Counsel, CBOE, 400 South LaSalle Street, Chicago, Illinois 60605 at (312) 786-7462; or to Andrew Spiwak at (312) 786-7483.

Item 3. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

(a) Purpose

The Exchange proposes to amend its Fees Schedule to i) temporarily waive the Change of Status fee for a membership status change involving a Temporary Member¹ or a person on an ITP² who goes onto a CBOE transferable membership and ii) temporarily waive the Lease

¹ See Securities Exchange Act Release No. 56458 (September 18, 2007), 72 FR 54309 (September 24, 2007) (SR-CBOE-2007-107) for a description of the Temporary Membership status under Rule 3.19.02.

² See Securities Exchange Act Release No. 58178 (July 17, 2008), 73 FR 42634 (July 22, 2008) (SR-

Application fee for a lease under which a Temporary Member or a person on an ITP goes onto a CBOE transferable membership. The Exchange proposes to institute these fee waivers effective January 7, 2010.

The Exchange currently has a number of unleased CBOE transferable memberships. The Exchange intends to provide incentives for Temporary Members and persons on ITPs to go onto CBOE transferable memberships to reduce the number of unleased CBOE transferable memberships. Specifically, CBOE will waive the \$500 change of status fee for any Temporary Member who goes onto a CBOE transferable membership as well as for any person on an ITP who goes onto a CBOE transferable membership (to the extent that the change of status fee would otherwise be applicable to the person switching off of the ITP). In addition, CBOE will waive the \$600 lease application fee for any CBOE transferable membership lease under which a Temporary Member or person on an ITP goes onto a CBOE transferable membership. These fee waivers will be in effect through April 2, 2010.

For example, Floor Broker ABC (a Temporary Member) is employed by Firm XYZ (a member organization) and is an individual member with a Temporary Membership that has been registered for Firm XYZ. Firm XYZ now wishes to lease a CBOE transferable membership for Floor Broker ABC to have Floor Broker ABC become a nominee of Firm XYZ and eliminate his Temporary Membership status. Currently, the change of status to a nominee and the lease of a CBOE transferable membership by Firm XYZ would result in a \$500 Change in Status fee for Floor Broker ABC and a \$600 Lease Application fee for the new lease. CBOE believes it is appropriate to temporarily waive this Change in Status fee and Lease Application fee to provide incentives for these types of status changes. These fee waivers would result in a total cost savings of \$1,100 to Firm XYZ and Floor Broker ABC (\$500 savings for the Change in Status fee and \$600 savings for the Lease Application fee).

(b) Statutory Basis

The Exchange believes the proposed rule change is consistent with Section 6(b) of the Securities Exchange Act of 1934 ("Act")³, in general, and furthers the objectives of Section 6(b)(4)⁴ of the Act in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees, and other charges among its members and other persons using its facilities in that it is designed to provide incentives to reduce the number of unleased CBOE transferable memberships.

Item 4. Self-Regulatory Organization's Statement on Burden on Competition

This Exchange does not believe that the proposed rule change will impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

Item 5. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

No written comments were solicited or received with respect to the proposed rule change.

Item 6. Extension of Time Period for Commission Action

Not applicable.

Item 7. Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)

(a) The proposed rule change is to take effect pursuant to paragraph (A) of Section 19(b)(3) of the Act⁵.

(b) The proposed rule change is designated by the Exchange as establishing or changing a due, fee, or other charge applicable to a member, thereby qualifying for effectiveness on filing pursuant to Section 19(b)(3)(A)(ii)⁶ of the Act and subparagraph (f)(2) of Rule 19b-4⁷ thereunder.

(c) Not applicable.

(d) Not applicable.

³ 15 U.S.C. 78f(b).

⁴ 15 U.S.C. 78f(b)(4).

⁵ 15 U.S.C. 78s(b)(3)(A).

⁶ 15 U.S.C. 78s(b)(3)(A)(ii).

⁷ 17 C.F.R. 240.19b-4(f)(2).

Item 8. Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or the Commission

Not Applicable.

Item 9. Exhibits

Exhibit 1. Form of Notice of Proposed Rule Change for publication in the Federal Register.

Exhibit 2. Not applicable.

Exhibit 3. Not applicable.

Exhibit 4. Not applicable.

Exhibit 5. Not applicable.

SECURITIES AND EXCHANGE COMMISSION

(Release No. 34-_____ ; File No. SR-CBOE-2010-003)

**Self-Regulatory Organizations; Chicago Board Options Exchange, Incorporated:
Notice of Filing and Immediate Effectiveness of Proposed Rule Change Relating to
Temporary Waiver of Certain Fees.**

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934, 15 U.S.C. 78s(b)(1), notice is hereby given that on _____, Chicago Board Options Exchange, Incorporated ("CBOE" or the "Exchange") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I, II and III below, which Items have been prepared by CBOE. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

Chicago Board Options Exchange, Incorporated ("CBOE" or "Exchange") proposes to amend its Fees Schedule to i) temporarily waive the Change of Status Fee for a membership status change involving a Temporary Member or a person on an Interim Trading Permit ("ITP") who goes onto a CBOE transferable membership and ii) temporarily waive the Lease Application Fee for a lease under which a Temporary Member or a person on an ITP goes onto a CBOE transferable membership. The text of the proposed rule change is available on the Exchange's website (<http://www.cboe.org/legal>), at the Exchange's Office of the Secretary and at the Commission.

II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, CBOE included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV

below. CBOE has prepared summaries, set forth in sections (A), (B), and (C) below, of the most significant aspects of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, Proposed Rule Change

(a) Purpose

The Exchange proposes to amend its Fees Schedule to i) temporarily waive the Change of Status fee for a membership status change involving a Temporary Member¹ or a person on an ITP² who goes onto a CBOE transferable membership and ii) temporarily waive the Lease Application fee for a lease under which a Temporary Member or a person on an ITP goes onto a CBOE transferable membership. The Exchange proposes to institute these fee waivers effective January 7, 2010.

The Exchange currently has a number of unleased CBOE transferable memberships. The Exchange intends to provide incentives for Temporary Members and persons on ITPs to go onto CBOE transferable memberships to reduce the number of unleased CBOE transferable memberships. Specifically, CBOE will waive the \$500 change of status fee for any Temporary Member who goes onto a CBOE transferable membership as well as for any person on an ITP who goes onto a CBOE transferable membership (to the extent that the change of status fee would otherwise be applicable to the person switching off of the ITP). In addition, CBOE will waive the \$600 lease application fee for any CBOE transferable membership lease under which a Temporary Member or person on an ITP goes onto a CBOE transferable membership. These fee waivers will be in effect through April 2, 2010.

For example, Floor Broker ABC (a Temporary Member) is employed by Firm XYZ (a member organization) and is an individual member with a Temporary Membership that has been registered for Firm XYZ. Firm XYZ now wishes to lease a CBOE transferable membership for

¹ See Securities Exchange Act Release No. 56458 (September 18, 2007), 72 FR 54309 (September 24, 2007) (SR-CBOE-2007-107) for a description of the Temporary Membership status under Rule 3.19.02.

² See Securities Exchange Act Release No. 58178 (July 17, 2008), 73 FR 42634 (July 22, 2008) (SR-CBOE-2008-40) for a description of the Interim Trading Permits under Rule 3.27.

Floor Broker ABC to have Floor Broker ABC become a nominee of Firm XYZ and eliminate his Temporary Membership status. Currently, the change of status to a nominee and the lease of a CBOE transferable membership by Firm XYZ would result in a \$500 Change in Status fee for Floor Broker ABC and a \$600 Lease Application fee for the new lease. CBOE believes it is appropriate to temporarily waive this Change in Status fee and Lease Application fee to provide incentives for these types of status changes. These fee waivers would result in a total cost savings of \$1,100 to Firm XYZ and Floor Broker ABC (\$500 savings for the Change in Status fee and \$600 savings for the Lease Application fee).

(b) Statutory Basis

The Exchange believes the proposed rule change is consistent with Section 6(b) of the Securities Exchange Act of 1934 ("Act")³, in general, and furthers the objectives of Section 6(b)(4)⁴ of the Act in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees, and other charges among its members and other persons using its facilities in that it is designed to provide incentives to reduce the number of unleased CBOE transferable memberships..

B. Self-Regulatory Organization's Statement on Burden on Competition

CBOE does not believe that the proposed rule change will impose any burden on competition that is not necessary or appropriate in furtherance of purposes of the Act.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants or Others

No written comments were solicited or received with respect to the proposed rule change.

³ 15 U.S.C. 78f(b).

⁴ 15 U.S.C. 78f(b)(4).

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A) of the Act⁵ and subparagraph (f)(2) of Rule 19b-4⁶ thereunder. At any time within 60 days of the filing of the proposed rule change, the Commission may summarily abrogate such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act.

IV. Solicitation of Comments

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

Electronic comments:

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to rule-comments@sec.gov. Please include File Number SR-CBOE-2010-003 on the subject line.

Paper comments:

- Send paper comments in triplicate to Elizabeth M. Murphy, Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549.

All submissions should refer to File Number SR-CBOE-2010-003. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating

⁵ 15 U.S.C. 78s(b)(3)(A).

⁶ 17 C.F.R. 240.19b-4(f)(2).

to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Room, 100 F Street, NE, Washington, DC 20549 on official business days between the hours of 10:00 a.m. and 3:00 p.m. Copies of such filing also will be available for inspection and copying at the principal office of CBOE. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-CBOE-2010-003 and should be submitted on or before [insert date 21 days from publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.⁷

Florence E. Harmon

Deputy Secretary

⁷ 17 CFR 200.30-3(a)(12).