

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
April 19, 2013**

**ORDER GRANTING CONFIDENTIAL TREATMENT  
UNDER THE SECURITIES ACT OF 1933**

**Blackhawk Network Holdings, Inc.**

**File No. 333-187325 - CF#29186**

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Blackhawk Network Holdings, Inc. submitted an application under Rule 406 requesting confidential treatment for information it excluded from the Exhibits to a Form S-1 registration statement filed on March 18, 2013, as amended.

Based on representations by Blackhawk Network Holdings, Inc. that this information qualifies as confidential commercial or financial information under the Freedom of Information Act, 5 U.S.C. 552(b)(4), the Division of Corporation Finance has determined not to publicly disclose it. Accordingly, excluded information from the following exhibit(s) will not be released to the public for the time period(s) specified:

|               |                         |
|---------------|-------------------------|
| Exhibit 4.3   | until July 26, 2019     |
| Exhibit 4.4   | until July 15, 2016     |
| Exhibit 4.5   | until December 31, 2015 |
| Exhibit 10.1  | until December 30, 2017 |
| Exhibit 10.2  | until December 30, 2017 |
| Exhibit 10.3  | until April 29, 2017    |
| Exhibit 10.9  | until July 26, 2019     |
| Exhibit 10.10 | until December 31, 2015 |
| Exhibit 10.11 | until December 31, 2015 |
| Exhibit 10.12 | until December 31, 2015 |
| Exhibit 10.13 | until January 1, 2014   |
| Exhibit 10.14 | until January 1, 2014   |
| Exhibit 10.15 | until February 24, 2016 |
| Exhibit 10.16 | until June 30, 2014     |
| Exhibit 10.18 | until December 31, 2013 |
| Exhibit 10.29 | until March 30, 2016    |
| Exhibit 10.32 | until June 30, 2018     |
| Exhibit 10.33 | until March 31, 2018    |

For the Commission, by the Division of Corporation Finance, pursuant to delegated authority:

Christian Windsor  
Special Counsel