



**Scott C. Goebel**  
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August 28, 2013

Elizabeth Murphy  
Secretary  
U.S. Securities and Exchange Commission  
100 F Street, NE  
Washington, DC 20549

Re: Release No. 34-70010; File No. SR-CTA/CQ-2013-04

Dear Ms. Murphy:

Fidelity Investments<sup>1</sup> (“Fidelity”) appreciates the opportunity to respond to the Securities and Exchange Commission (the “Commission”) on the above referenced notice under which the Consolidated Tape Association Plan and Consolidated Quotation Plan participants (collectively the “Plan”) proposes to amend the Second Restatement of the Plan to simplify its existing market data fee schedule and reduce administrative burdens (“Fee Change Proposal”).<sup>2</sup> Fidelity appreciates the Plan’s dialog with the industry on this topic and its efforts to review and modernize its pricing structure. We believe that the Commission should approve the Plan’s Fee Change Proposal based on its reduced burdens and costs to market participants.

The Plan oversees the dissemination of real-time trade and quote information in New York Stock Exchange (Network A) and NYSE Arca, NYSE Amex and other regional exchange (Network B) listed securities. The Plan charges market data fees based on, among other items, the type of data requested and the recipient’s status as a professional or non-professional subscriber.<sup>3</sup> The Plan currently uses a 14-tier fee structure for Network A professional

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<sup>1</sup>Fidelity Investments is one of the world’s largest providers of financial services, with assets under administration of \$4.2 trillion, including managed assets of \$1.8 trillion, as of June 30, 2013. The firm is a leading provider of investment management, retirement planning, portfolio guidance, brokerage, benefits outsourcing and many other financial products and services to more than 20 million individuals and institutions, as well as through 5,000 financial intermediary firms.

<sup>2</sup>Consolidated Tape Association; Notice of Filing and Immediate Effectiveness of the Nineteenth Charges Amendment to the Second Restatement of the CTA Plan and Eleventh Charges Amendment to the Restated CQ Plan. 78 Fed. Reg. 44984 (July 25, 2013) available at: <http://www.gpo.gov/fdsys/pkg/FR-2013-07-25/pdf/2013-17860.pdf>

<sup>3</sup>“Non professional Subscriber” refers to any natural person who receives market data solely for his/her personal, non-business use and who is not a “Securities Professional,” meaning that the person is: (a) not registered or qualified with the Securities and Exchange Commission, the Commodities Futures Trading Commission, any state securities agency, any securities exchange/association, or any commodities/futures contract market/association; and (b) not engaged as an “investment advisor,” as that term is defined in Section 202(a)(11) of the Investment Advisor’s Act of 1940 (whether or not registered or qualified under that Act); and (c) not employed by a bank or other

subscribers. Under this tiered structure, a firm reports how many display devices its professional subscribers use and that number is then used to determine the pricing tier within which the firm falls.

Fidelity makes Network A market data, among other data, available for use to its retail brokerage customers. Fidelity pays market data fees to the Plan on behalf of its retail brokerage customers rather than requiring Fidelity retail brokerage customers to pay these fees themselves or charging these fees back to Fidelity retail brokerage customers.

Among other items, the Fee Change Proposal seeks to revise the current Network A professional subscriber pricing structure. Currently, the Network A pricing structure consists of 14 different tiers ranging from \$18.75 to \$127.25 between the lowest and highest tiers. The Fee Change Proposal would change this model to a four-tier pricing structure with a range of \$20 to \$50 between the lowest and highest tiers. Fidelity supports the Fee Change Proposal. We have found the current 14-tier pricing structure challenging to administer and not conducive to brokerage firms with retail customers who do not fall within the definition of non-professional subscriber. We believe that the proposed, new four-tier fee structure will reduce the administrative burden associated with the current 14-tier pricing structure, better align Plan pricing with other market data professional subscriber fees, and also reduce the current pricing disadvantage for retail brokerage firms offering Network A market data to their retail brokerage customers who do not fall within the Plan's definition of non-professional subscriber.

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Ms. Elizabeth M. Murphy, Secretary  
Securities and Exchange Commission  
August 28, 2013  
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Fidelity thanks the Commission for considering our comments. We would be pleased to provide any further information or respond to any questions that you may have.

Sincerely,

A handwritten signature in black ink, appearing to read "Scott C. Goebel". The signature is written in a cursive style with a large initial 'S'.

Scott C. Goebel

cc:

The Honorable Mary Jo White, Chairman  
The Honorable Luis A. Aguilar, Commissioner  
The Honorable Daniel M. Gallagher, Commissioner  
The Honorable Dr. Michael S. Piwowar, Commissioner  
The Honorable Kara M. Stein, Commissioner

Mr. John Ramsay, Acting Director, Division of Trading and Markets  
Mr. James R. Burns, Deputy Director, Division of Trading and Markets  
Mr. David Shillman, Associate Director, Division of Trading and Markets