

**Andrew Rothlein**  
Investor/Owner  
NYSE Options Trading Rights

August 10, 2013

Ms. Mary Jo White, Chairman  
Ms. Elisse Walter B. Walter, Commissioner  
Mr. Luis A. Aguilar, Commissioner  
Mr. Troy A. Paredes, Commissioner  
Mr. Daniel M. Gallagher, Commissioner  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, DC 20549-1090

Re: SR-NYSEMKT-2013-42

Dear Honorable Commissioners,

In response to the NYSE letter of August 8, 2013, the Commission recognizes that there is never a wrong time for it to serve its function as protector of investors since it is not bound by timing or past rulings when new information has been presented. When a firm proposes to sell assets that it has appropriated from unwilling investors, concerns exist, especially when that firm is an SRO and especially when that SRO is the New York Stock Exchange and especially when there is a lack of clarity regarding the motivational underpinnings of the New York Stock Exchange's option business exit/re-entry. To be sure, no matter how one looks at it, those factors constitute a perceptible inconsistency with the requirements of the Act, "*to promote fair and equitable principles of trade ..... and, in general, to protect investors....*", even if exit/re-entry motivation is judged on officially stated intent rather than actual performance. Until forward-looking agreement can be reached to bring equitable resolution to the issue then, those circumstances should alone be sufficient to withhold approval for the subject acquisition.

At the risk of stating the obvious, the Commission will note that long term investors of the permanent and inclusive licenses to continue to trade all Exchange options did not invest in OTR's only to watch their rights attempted to be usurped by the issuer for its own economic advantage. The Commenter stands by his letter to the SEC of July 18, 2013 including the facts it presents and the conclusions that it draws.

Respectfully,

*Andrew Rothlein*

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