



November 29, 2024

VIA ELECTRONIC DELIVERY

Ms. Vanessa Countryman
Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-7010

Re: MX2 – Filing of Amendment No. 1 to Form 1 Application for Registration as a National Securities Exchange Pursuant to Section 6 of the Securities Exchange Act of 1934

Dear Ms. Countryman:

On behalf of Members Exchange (“MEMX”), I write to file Amendment No. 1 to MX2’s Form 1 application for registration as a national securities exchange pursuant to Section 6 of the Securities Exchange Act of 1934. Enclosed please find the following amended exhibits to MX2’s Form 1 application: Exhibit C, Exhibit C-2, Exhibit C-3, Exhibit C-16, Exhibit E, and Exhibit J.

Please contact me at 551-370-1003 if you have any questions regarding any aspect of this application.

Regards,

A handwritten signature in black ink, appearing to read "A. Franzon".

Anders Franzon
General Counsel
MEMX

Enclosures

cc: The Honorable Gary Gensler, Chairman, SEC
The Honorable Hester M. Peirce, Commissioner, SEC
The Honorable Caroline A. Crenshaw, Commissioner, SEC
The Honorable Mark T. Uyeda, Commissioner, SEC
The Honorable Jaime Lizárraga, Commissioner, SEC
Haoxiang Zhu, Director, Division of Trading and Markets, SEC
David Shillman, Associate Director, Division of Trading and Markets, SEC
Richard Holley III, Assistant Director, Division of Trading and Markets, SEC
Jonathan Kellner, Chief Executive Officer, MEMX LLC