



April 2, 2025

VIA KITEWORKS SECURE FILE TRANSFER

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

Re: Texas Stock Exchange LLC—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:

Texas Stock Exchange LLC ("TXSE") hereby submits Amendment No. 1 to its 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 TXSE's Form 1 application:

- Exhibit A
- Exhibit A-3: Proposed First Amended and Restated Limited Liability Company Agreement of Texas Stock Exchange LLC
- Exhibit B-1: Rules of TXSE
- Exhibit C
- Exhibit C-1.a: Proposed Fourth Amended and Restated Certificate of Incorporation of TXSE Group Inc.
- Exhibit C-2.a: Proposed Second Amended and Restated Bylaws of TXSE Group Inc.
- Exhibit C-3: Fourth Amended and Restated Stockholders' Agreement
- Exhibit C-3.a: Proposed Fifth Amended and Restated Stockholders' Agreement
- Exhibit C-5.a: Proposed First Amended and Restated Limited Liability Company Agreement of TXSE Technologies LLC
- Exhibit C-9.a: Proposed First Amended and Restated Limited Liability Company Agreement of TXSE Execution Services LLC
- Exhibit E
- Exhibit E-1: TXSE User Manual
- Exhibit H
- Exhibit H-1: TXSE Listing Agreement
- Exhibit H-2: TXSE Listing Application – IPO or Distribution Spin-Off
- Exhibit H-3: TXSE Listing Application – Change of Control or SPAC Business Combination
- Exhibit H-4: TXSE Listing Application – New Class of Securities
- Exhibit H-5: TXSE Symbol Reservation Form

- Exhibit H-6: TXSE Corporate Governance Certification Form
- Exhibit H-7: TXSE Company Logo Submission Form
- Exhibit H-8: TXSE Listing Application – Transfer from National Exchange
- Exhibit H-9: TXSE Listing Application – Transfer from Non-National Exchange
- Exhibit H-11: TXSE Company Event Notification Form
- Exhibit H-12: TXSE Listing of Additional Shares Form
- Exhibit H-15: TXSE ETP Dividend Schedule Form
- Exhibit H-16: TXSE ETP Dividend Rates Form
- Exhibit H-17: TXSE Listing Application – Issuer Seeking to List any Other Structured Products
- Exhibit J
- Exhibit K

Should you have any questions regarding TXSE's application, please contact me at jeff.brown@txse.com.

Regards,



Jeff Brown
Chief Legal Officer and General Counsel
Texas Stock Exchange LLC

cc: The Honorable Mark T. Uyeda, Acting Chairman, SEC
The Honorable Hester M. Peirce, Commissioner, SEC
The Honorable Caroline A. Crenshaw, Commissioner, SEC
David Saltiel, Acting Director, Division of Trading and Markets, SEC
Kathleen Gray Gross, Senior Special Counsel, Division of Trading and Markets, SEC
James Lee, Chairman, Founder and Chief Executive Officer, Texas Stock Exchange LLC
Cameron Smith, President, Global Head of Trading, Texas Stock Exchange LLC