

HARD COPY

UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION



In the Matter of the Application of

INTERACTIVE BROKERS LLC and
INTERACTIVE BROKERS CORP.,

for Review of Disciplinary Action Taken by FINRA

SD-2060
SD-2061

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**INTERACTIVE BROKERS LLC AND INTERACTIVE BROKERS CORP.'S
RESPONSE TO FINRA'S MOTION TO DISMISS APPLICATION FOR REVIEW**

Interactive Brokers LLC and Interactive Brokers Corp. (collectively, "Interactive") hereby submit this Response to FINRA's Motion to Dismiss Interactive's Application for Review dated November 16, 2016.

As Interactive stated in its Application for Review (at 1 n.1), Interactive filed its Application for Review to ensure that FINRA's determination that associated person Jonathan Chait is statutorily disqualified under Exchange Act Section 15(b)(4)(G) (the "Determination") is preserved for appellate review. In its Motion to Dismiss, FINRA confirms that it "has not issued a final decision on the application that is appealable" and that "if and when it issues a final action on [Interactive's] application that is appealable under the Exchange Act, [Interactive] may seek to appeal that action." (FINRA Mot. to Dismiss at 1 & n.1.) If the SEC agrees with FINRA that the Determination is not appealable, Interactive will defer its Application for Review until FINRA issues a final appealable action on Interactive's applications to continue to employ Mr. Chait, including FINRA's Determination that Mr. Chait is statutorily disqualified.

Dated: New York, New York
November 18, 2016

SCHULTE ROTH & ZABEL LLP

By: /s/ Douglas I. Koff

Douglas I. Koff

Julian Rainero

Michael Kwon

Amanda Wichot

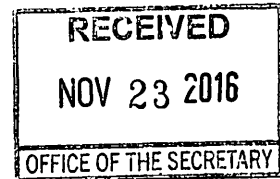
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and Interactive Brokers Corp.*

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CERTIFICATE OF SERVICE

I, MICHAEL KWON, an attorney associated with the law firm of Schulte Roth & Zabel LLP, hereby certify that on November 18, 2016 I served a copy of the Response to FINRA's Motion to Dismiss Application for Review, which was filed in the above-captioned proceeding, by mailing the papers through the U.S. Postal Service by first class mail in accordance with 17 C.F.R. § 201.150(c)(2), upon the following:

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Dated: New York, New York
November 18, 2016

SCHULTE ROTH & ZABEL LLP

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