



October 19, 2009

Elizabeth M. Murphy
Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549-1090

**RE: BATS Y-Exchange, Inc. – Form 1 Application for Registration as a
National Securities Exchange Pursuant to Section 6 of the Securities
Exchange Act of 1934**

Ms. Murphy:

On behalf of BATS Y-Exchange, Inc. (“BYX”), enclosed for official filing is an original and two copies of the Form 1 application for BYX’s registration as a national securities exchange pursuant to Section 6 of the Securities Exchange Act of 1934. For the convenience of the staff of the Securities and Exchange Commission, we will also e-mail electronic versions of the Form 1 application, including all attachments, to the attention of Heather Seidel.

Please feel free to contact me if you have any questions in connection with matter.

Sincerely,

A handwritten signature in blue ink, appearing to be 'E. Seidel', is written over a light blue horizontal line.

SVP & General Counsel

Enclosures

cc (w/o enclosures):

The Hon. Mary L. Schapiro, Chairman
The Hon. Kathleen L. Casey, Commissioner
The Hon. Elisse B. Walter, Commissioner
The Hon. Luis A. Aguilar, Commissioner
The Hon. Troy A. Paredes, Commissioner
Mr. James Brigagliano, Co-Acting Director, Division of Trading and Markets
Mr. Daniel M. Gallagher, Co-Acting Director, Division of Trading and Markets
Mr. David Shillman, Associate Director, Division of Trading and Markets
Ms. Heather Seidel, Assistant Director, Division of Trading and Markets