



NOTICE OF EQUITY WITHDRAWAL

[Per NYSE Arca, Inc. Rule 4.2(d) and NYSE Arca Equities, Inc. Rule 4.3(d) pursuant to SEC Rule 15c3-1(e)(1)]

Pursuant to NYSE Arca, Inc. Rule 4.2(d) and NYSE Arca Equities, Inc. Rule 4.3(d), no broker-dealer shall make any change in its capitalization without the prior written approval of the Exchange. Furthermore, as governed by SEC Rule 15c3-1(e)(1), an "equity withdrawal" constitutes or is defined as the redemption or repurchase of shares of stock, the payment of dividends, or any similar distribution, or any unsecured advance or loan to a stockholder, partner, sole proprietor or affiliate.

Date: _____

SEC File# 8-_____

Name of Broker-Dealer: _____

Minimum Net Capital Requirement: NYSE Arca, Inc. \$ _____ SEC\$ _____

Expected Date of Equity Withdrawal: _____

Excess Net Capital before Withdrawal: \$ _____

(Based on the higher of the NYSE Arca, Inc. or SEC requirement)

Amount of Withdrawal: \$ _____ or _____%

Excess Net Capital after Withdrawal: \$ _____

Conditions under which there may be a limitation on the amount of Equity Capital allowed to be withdrawn:
(Please mark the appropriate box.)

1. Would/Did the withdrawal, advance or loan cause the broker/dealer's net capital to be less than 120% of the SEC's minimum requirement?
 No Yes
2. Would/Did the withdrawal, advance or loan cause the broker/dealer's net capital to be less than 25% of deductions from net worth in computing net capital required by paragraphs (c)(2)(vi), (f) and Appendix A of SEC Rule 15c3-1?
 No Yes N/A
3. Would/Did the withdrawal, advance or loan cause the broker/dealer's total outstanding principal amount of satisfactory subordination agreement(s) to exceed 70% of the debt-equity total, as defined in SEC Rule 15c3-1(d)? No Yes N/A
4. If broker/dealer is subject to the A.I. standard, would/did the withdrawal, advance or loan cause the broker/dealer's aggregate indebtedness to exceed 1000% of its net capital?
 No Yes N/A
5. If broker/dealer is subject to the Alternate standard, would/did the withdrawal, advance or loan cause the broker/dealer's net capital to be less than 5% of aggregate debit items computed in accordance with SEC Rule 15c3-3a? No Yes N/A

If yes, has the broker/dealer received prior approval from the SEC to make such withdrawal?
 No Yes



PLEASE NOTE THAT A "YES" ANSWER TO ANY OF THE ABOVE QUESTIONS WILL SUBJECT A BROKER/DEALER TO RESTRICTIONS ON SUCH WITHDRAWAL, PER SEC RULE 15c3-1(e)(2).

In addition to notifying NYSE Arca, Inc. of these withdrawals, SEC Rule 15c3-1(e)(1) mandates that prior notification must be given to the SEC two (2) business days before effecting any equity withdrawals, advances or loans, if the amounts (on a net basis) in the aggregate in any 30 calendar day period exceed \$500,000 and 30% of the broker-dealer's excess net capital. Notification must also be given to the SEC two (2) business days after any equity withdrawals, advances or loans, if the amounts (on a net basis) in the aggregate in any 30 calendar day period exceed \$500,000 and 20% of the broker-dealer's excess net capital.

Below are the addresses, telephone and fax numbers of the Exchange and the SEC principal offices for notification purposes. **The Firm must also send this notification to the appropriate SEC regional office.**

NYSE Arca, Inc.
c/o FINRA, Attn: [Firm's Regulatory Coordinator]
20 Broad Street, 21st Floor
New York, NY 10005
Fax (646) 315-8781

U.S. Securities and Exchange Commission (Principal Office)
100 F Street, N.E.
Washington, DC 20549
Attn: Carol Charnock
Telephone: (202) 551-5542
Fax: (202) 772-9273