



NOTICE OF MATERIAL CHANGE
IN FINANCIAL CONDITION

Broker-Dealer: _____

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. Broker-dealers should report all material changes in their capitalization to the NYSE Arca, Inc. The term "material" includes any amount that equals more than 5% of the total assets of the broker-dealer. Accordingly, the broker-dealer named above intends to make the following change to its capitalization:

- 1. The change in capitalization will result in a capital [] contribution / [] withdrawal.
2. Anticipated date of capital contribution or withdrawal: _____
3. Name of contributor or beneficiary: _____
4. The amount of capital to be contributed or withdrawn is \$_____ representing _____% of the broker-dealer's Total Assets.
5. Broker-dealer's Total Net Capital to date is \$_____
Broker-dealer's Excess Net Capital to date is \$_____
6. Broker-dealer's Projected Net Capital after the change will be \$_____
Broker-dealer's Projected Excess Net Capital after the change will be \$_____
7. Is the capital change in the form of a Cash Loan to the broker-dealer? [] Yes [] No
If "Yes," the loan period is _____ year(s) with payments to be made on a [] monthly / [] quarterly / [] annual basis.
8. Will the broker-dealer execute a Subordinated Loan Agreement? [] Yes [] No
If "Yes," attach a copy of the agreement.
9. Will the broker-dealer execute a Secured Demand Note? [] Yes [] No
If "Yes," attach a copy of the note.

On behalf of the broker-dealer, the undersigned hereby attests that the information reported herein is true, correct, and complete.

Print Name _____ Title _____
Signature _____ Date _____

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

NYSE Arca, Inc. Accepted: By _____ on _____