

General Instructions
Application for Membership in the
New York Stock Exchange

Please mail or deliver application to: NYSE Euronext
Attn: Client Relationship Services
20 Broad Street, 10th Floor
New York, NY 10005

New Member Organization Application Fees (Non-Refundable):

Clearing Firm	\$20,000
Introducing Firm	7,500
Non-Public Firm	2,500

Kindly make check payable to “NYSE Market, Inc.” and submit it with your initial application.

Application
For Membership in the NYSE

Items Required:

Firm's Full Legal Name: _____

Date of Firm's FINRA Membership: _____

Firm's CRD #: _____

1. What is the name, address and telephone number of the person to contact regarding the membership application?

Contact Name:

Address:

Phone:

Email:

2. Has the applicant firm ever operated under another name? If so, please specify.

Response:

3. If the applicant firm has a parent corporation, what is the name and net worth of the parent corporation? (see Rule 311). Please attach an organization chart showing all relationships.

Response:

4. Does the applicant firm currently (or does it plan to) consolidate computations of net capital and aggregate indebtedness for any subsidiary or affiliate, pursuant to Appendix C to SEA Rule 15c3-1?

Response:

5. Is the applicant firm a Futures Commission Merchant (FCM) as defined under the Commodities Exchange Act?

Response:

6. Does the applicant firm hold any other exchange memberships (securities and commodities)?
- (a) If so, please list them specifically.
 - (b) If other memberships are contemplated, what are they and what are the estimated costs of acquisition?
 - (c) What source of funds will be utilized for the NYSE and any other memberships?

Response:

7. What types of business activities does the applicant firm intend to do if it is accepted as a NYSE member organization?

Response:

8. Does the applicant firm plan to purchase one or more Trading Licenses? If so, please provide the name of the designee for each Trading License, and for each NYSE designee please complete a U-4 application, together with Addenda AD-G 2, 3, & 5. (see Rule 304).

Response:

9. Will the applicant conduct business from the floor of the NYSE?

- Yes
- No

10. Does the applicant firm intend to accept orders on the NYSE floor over the telephone from public customers? (“public customers” means non-broker/dealers, including institutional or retail customers.) (Information Memos 07-43 and 07-44).

- Yes
- No

11. Does the applicant firm engage in “Program Trading”, as defined by NYSE Rule 132B.10 (b), or does it plan to do so in the future?

- Yes
- No

If the applicant’s response is “yes”, please refer to Information Memorandums #03-9, 07-52, 08-04 and 08-05 for details about Program Trading and reporting requirements for Program Trading.

12. Please complete the Daily Program Trading Report Filing letter included in these materials and submit it together with its other application materials. (This applies whether or not the applicant firm does program trading)

- Yes
- No

13. Does the applicant firm perform option transactions for public customers?
(see Rules 721, 722, 726 and 791. Information Memo 07-49)

Yes

No

14. What types of NYSE Products & Services is the applicant firm interested in using?

MatchPoint

TRF

Bonds

15. Has the applicant firm met the NYSE's requirement to establish floor commission billing procedures and retain records for six years? (see NYSE Rules 301.36(3), 353, and 440(I))

Yes

No

16. Who is the person responsible for supervision of all floor employees of the applicant firm? (see Rule 342.13) What is that person's contact number and email address?

Response:

17. Have all of the applicant firm's Compliance Officials taken and passed the mandatory Compliance Official Qualification Examination (Series 14)? (see: Rules 304 & 342, Information Memo 07-51).

Yes

No

If the firm answered "no", please explain.

Does your organization employ one or more "securities traders" (see definition below). If yes, submit U-4 applications via Web CRD for such persons and for their direct supervisors. Please provide a list of all their names and social security numbers.

Securities Traders

Amended Rule 345.10 defines "securities trader" as anyone engaged in the purchase or sale of securities or other similar instruments for the account of his employer and who does not transact business with the public.

In order to be accepted by the Exchange, a securities trader candidate must qualify by passing the General Securities Representative Examination (Series 7). There will be no Exchange mandated training requirement to satisfy. These same examination and registration requirements apply to persons who directly supervise the activities of securities traders.

Securities traders may seek an examination waiver on an individual basis pursuant to the provisions of amended Rule 345.15(b).

18. Does the applicant firm employ one or more "securities lending representatives"? If so, please submit U-4 applications, via Web CRD, for such persons and for their direct supervisors. (A signed agreement representing a "code of ethics" - sample provided with forms package, attached - must be submitted to the NYSE) (see Rules 10 & 345 and Information Memo 88-3).

19. Has the applicant firm submitted a signed agreement representing a code of ethics?

Yes

No

20. Please submit copies of audited financial statements for the past three years. (see NYSE Rule 418.20)

Response:

21. Does the applicant firm maintain error and investment accounts?

Yes

No

If yes, please indicate the account name and number of the error and investment accounts. (An NYSE member organization may have more than one error account, but it may maintain only one error account for Floor-related errors.) (see Rules 18, 123(e), 134, 411 & 407A and Information Memos 07-20; 07-29; and 07-72).

Account Name:

Account Number:

22. Do the applicant firm's floor employees maintain their own personal brokerage accounts? (see Rule 407A). If so, will the applicant please list the account name and number of each such account under this question?

Account Name:

Account Number:

23. Has an AP-1 application been filed for any entity deemed an approved person of the applicant firm? (An AP-1 application is available on the NYSE's website at www.nyse.com under "Regulation – Information Memos # 00-21", and must be filed prior to the Exchange's consideration of the applicant firm for membership. Natural persons must file a U-4 application via Web CRD, and addenda ADG-2 and ADG-3 with the Exchange - see Rule 304).

Has the applicant firm submitted forms AP-1?

Yes

No

24. Does applicant firm maintain excess SIPC insurance? (If yes, please give name of insurance carrier and details - see Rule 409A and Information Memo 07-43).

Name:

Details:

25. What is the applicant firm's current Designated Examining Authority (DEA)? Has the applicant firm been examined by its current DEA? (If the answer is "yes", please submit copies of the applicant firm's two most recent examination reports, together with the DEA's written response regarding any deficiencies cited in the reports.)

Response:

26. Does the applicant firm prepare research reports for external distribution? (If so please describe the research facilities and provide a list of the key personnel, including the Supervisory Analyst(s) and indicate their background and experience - see Rules 344 and 472).

Response:

27. Please name your Principal Executive Officers. Note, the applicant firm must complete forms AD-G 2-5 in order that the Principal Executive Officer may become an Allied Member in accordance with Rule 304. (Those forms are provided in the accompanying forms package.)

Response:

Completed AD-G 2-5 attached:

Yes

No

Do any employees delegated as supervisory persons have any outside employment activities or affiliations? If so, complete Rule #346 form. Are all employees on the payroll of the member firm?

28. How many registered representatives does the applicant firm employ? Please give a list of names, CRD numbers, and state the series of test held by each registered representative.

Response:

29. Please provide the following documents:

A. If the applicant firm is a corporation:

- (1) Charter or Certificate of Incorporation and Amendments (if any) which contain provisions pursuant to the following Rules:
 - a. 313.22 (provisions concerning redemption or conversion)
 - b. 313.23 (for corporations not organized under the laws of New York State)

(2) By-Laws 313(b)

(3) Specimen certificate for each class of stock authorized to be issued. Each certificate shall carry a full summary of the provisions of Rule 313.22.

(4) Certified List of Officers, Directors & Stockholders pursuant to Rule 311(c).

(5) Opinions of Counsel stating that the provisions of the following rules, where applicable, have been made legally effective:

- a. 313(d)
- b. 313.20
- c. 313.23

(6) Subordinated Capital - Any loans which are to qualify for inclusion in the applicant firm's Net Capital must conform to Appendix D of SEA Rule 15c3-1.

B. If the applicant firm is a partnership:

(1) Partnership Agreement and all Amendments (if any) which contain provisions pursuant to the following Rules:

- a. 313.11
- b. 326 - if agreement has stated termination date.

(2) Certified List of general partners, Exchange members, corporate general partners and limited partners.

(3) List of affiliated entities (both corporate and partnership in form).

(4) Opinion of Counsel stating that the provisions of Rule 313(d), where applicable, have been made legally effective.

(5) Subordinated Capital - Any loans which are to qualify for inclusion in the firm's Net Capital must conform to Appendix D of SEA Rule 15c3-1.

C. If the applicant firm is a limited liability company ("LLC"):

(1) Operating Agreement for the limited liability company must include language from the following NYSE Rules (sample language included in the accompanying forms package)(See Information Memo 94-49):

- a. Rule 313.11 "Lock in Language"
- b. Rule 313.23 "Dividend Restriction Provision"
- c. Rule 326 "Termination Language"

(2) State filing certificate.

(3) Lists showing current members, officers and directors and/or managing members, and approved persons of the LLC.

(4) Opinion of counsel pursuant to Rules 313(d) and 313.20.

(5) List of subordinated loans which are to qualify for inclusion in the firm's Net Capital. They must conform to Appendix D of SEA Rule 15c3-1.

(6) Statement showing the dollar value of the capital contributions as of the date of this application.

30. Please include a statement on your letterhead stating the following:

- (a) That the applicant firm will abide by the provisions of the New York Stock Exchange Rules and the Securities and Exchange Act of 1934, as presently constituted, as may, from time to time, be amended or adopted.
- (b) That Section 11(a)(1) of the Securities and Exchange Act of 1934 and Rule 90 of the New Stock Exchange Rules have been read and understood, and that none of the applicant's intended business activities are prohibited under these provisions.
- (c) That NYSE Rule 2 and 304, relating to the registration and regulation of Approved Persons, will be complied with.
- (d) That the appropriate staff members have read and understood the following Exchange Information memos, listed below, and are available (for review and copying) on the NYSE web site at www.nyse.com under "Regulation – Information Memos" and as to which applicant assumes responsibility for compliance:
 - 98-19
 - 99-20, 99-26, 99-32
 - 00-21 (AP-1 Form)
 - 01-11, 01-12, 01, 13, 01-18, 01-38
 - 02-21, 02-41, 02-48 (Electronic Transmission of Orders – includes 89-6)
 - 07-72 (Amendments to Error and Erroneous Report Rules)
 - 07-27 (Portfolio Margining Requirement)

I certify that the foregoing statements made by me are true.

Firm name: _____

By:

Authorized officer: _____

Title: _____

Further Information and Resources

Rules & Interpretations:

<http://www.nyse.com/regulation/rules/1145486472038.html>

NYSE Rules: <http://www.nyse.com/regulation/rules/1098571481177.html>

NYSE Rule Changes:

<http://www.nyse.com/RegulationFrameset.html?displayPage=http://apps.nyse.com/commdata/PubInfoMemos.nsf/AIIPubRuleChanges?openview&count=500>

Rule Filings: <http://www.nyse.com/regulation/rules/1160561784294.html>

NYSE Rule Interpretations:

<http://www.nyse.com/RegulationFrameset.html?displayPage=http://apps.nyse.com/commdata/pubnyseruleinterp.nsf/nyseruleinterpfiles?openview>