



NASDAQ OMX PHLX LLC ("PHLX")
ORGANIZATION MEMBERSHIP APPLICATION

Required Application Documents

All Applicants must complete this form in its entirety. This application pertains to both the equity and option programs on PHLX. The following documents must accompany your application:

- A copy of the Applicant's current Form BD
A completed "Individual Membership Application" and Form U4 for the Qualifying Permit Holder
A summary of Applicant's business plan addressing the type of business intended to be conducted on PHLX
Fully-executed NASDAQ OMX U.S. Services Agreement (if not previously executed for another NASDAQ OMX market)
Evidence of established clearing arrangement, this should be in the form of written notice from the PHLX clearing member authorizing applicant organization to give up clearing member's name for the purpose of clearing transactions on PHLX
Organizational chart identifying the applicant's supervisory structure by name, title and registrations
A copy of Applicant's most recent Focus Report or trial balance
Complete Written Supervisory Procedures pursuant to PHLX Rule 748(g) (please include AML and BCP procedures if under separate cover)
Sponsoring Member Organization Access Agreement if Applicant intends to sponsor participants
Results of Applicant's most recent exam conducted by its Designated Examining Authority (DEA)
Certificate of Insurance (Rule 652 - On-floor members)
Branch Office Disclosure Form (Rule 748 - DEA applicants only)
A non-refundable application fee in the amount of \$350.00 (fee does not apply if Applicant intends to engage in business solely in the equity program)

Additionally, if the applicant is a:

- Corporation include the following:
o Executed NASDAQ OMX PHLX LLC Corporate exhibits
Partnership include the following:
o An executed copy of the firm's Partnership Agreement
Limited Liability Company include the following:
o Operating Agreement
o Articles of Organization or Certificate of Formation

PHLX Rules 604 and 620 require that all qualified principals, registered representatives, floor brokers, specialists and Registered Options Traders associated with a PHLX member organization be registered as such under the PHLX SRO utilizing FINRA's Web Central Registration Depository (WebCRD) form U4.

Applicant Information

Name of Applicant Organization _____ CRD No. _____

Main Address _____

Phone _____ Type of Entity [] Corporation [] Partnership [] LLC

Name of Individual Completing Application _____

Phone _____ Email Address _____

Will PHLX be your Designated Examining Authority ("DEA")?

[] Yes - Refer to the Organization Application Checklist for additional documents that must be submitted

[] No - Provide the SRO assigned as DEA for Applicant Organization _____

Applicant clearing information

Pursuant to Rule 909, member organizations are required to provide an NSCC clearing account number for purposes of permitting the Exchange to debit monthly fees.

[] Self clearing
NSCC Account No. _____
OCC Account No. _____

[] Agreement with clearing agent
NSCC Account No. _____
OCC Account No. _____
Name of clearing agent: _____

Nature of Activity (Check all that apply)

Equity Trading (No trading floor access)

- NASDAQ OMX PSX
Provide primary MPID _____

Options Trading

ON-FLOOR ORGANIZATION

- Options Specialist
- Registered Options Trader (ROT) Market Maker
- Floor Broker

Off-Floor Organization (No trading floor access)

- Options Order Flow Provider
- Options Remote Streaming Quote Trader
- Remote Specialist

Single SRO Membership (No trading floor access)

- PHLX DEA

Sponsoring Member Organization

Sponsoring Member Organization Access Agreement required

- Equity (PSX)
- Options (XL II)

Qualifying Permit Holder Designation

The Member Organization's qualifying permit holder must be either an officer or constituent partner with the organization pursuant to *Rule 907*. Each permit holder may qualify one member organization pursuant to *Rule 921(a)*. Therefore, Applicant Organization certifies that the below named individual will act as their "Qualifying Permit Holder." An Individual Membership Application and Form U4 are required for the below named individual. Pursuant to *Rule 921(c)* member organizations are obligated to keep their records current and notify PHLX promptly if the below-named individual ceases to be associated with the organization.

Full Name _____ Title _____

Phone _____ Email Address _____

Is above-named individual a current PHLX member? Yes No

Executive Representative Designation

Each member organization must designate and maintain one qualified "Executive Representative" who will be the sole person entitled to exercise such member organization's voting and designation rights set forth in Article II of the by-laws pursuant to *Rule 921(b)*. Therefore, above-referenced member organization certifies that the below named individual will act as their "Executive Representative." Pursuant to *Rule 921(c)* member organizations are obligated to keep their records current and notify PHLX promptly if the below-named individual ceases to be associated with the organization.

Full Name _____ Title _____

Phone _____ Email Address _____

Compliance Officer Designation

Provide the name of the individual within your organization that is responsible for compliance.

Name _____ Individual CRD No. _____

Mailing Address (if different than Applicant address provided)

Phone _____ Email Address _____

Billing Contact

Each member organization shall be liable for such fees, fines, dues, penalties and other amounts imposed by the Exchange in connection with his permit or any activities conducted in connection therewith by such member or participant, whether or not any such obligation was incurred on behalf or for the account of the member or participant, or on behalf or for the account of a member or participant organization with which such member or participant is associated.

Contact Person _____

Mailing Address (if different than Applicant address provided)

Phone _____ Email Address _____

Emergency Management

At least two individuals must be designated as an Initial Point of Contact (IPOC) who would serve as 24/7 contacts in the event that an emergency arises outside of normal business hours. Please provide all information requested for both individuals.

Primary contact _____ Title _____

Email address _____ Business phone _____

Home phone _____ Cell _____

Secondary contact person _____ Title _____

Email address _____ Business phone _____

Home phone _____ Cell _____

Statutory Disqualification Disclosure

Pursuant to the Securities Exchange Act of 1934, PHLX may deny or condition trading privileges or bar an individual from becoming associated with a member organization, who is subject to a statutory disqualification. The term, statutory disqualification, is defined under section 3(a)(39)(F) of the Act.

The applicant organization does **NOT** have any person(s) associated with or employed by the applicant organization that may be subject to statutory disqualification.

The applicant organization **DOES** have person(s) associated with or employed by the applicant organization that may be subject to statutory disqualification. Attach the following information for each individual:

- a. Name and social security number.
- b. Description of responsibilities within the organization.
- c. All documents relating to the disqualification.
- d. Explanation of action taken or approval by another SRO regarding the individual.

Signatures

We hereby represent that, we have read and understand the above information and that the answers and attachments are, to the best of our knowledge and belief, true and correct. In consideration of admission to membership in the **NASDAQ OMX PHLX LLC**, we hereby pledge to submit to and abide by the By-Laws and Rules of the Organization, as now existing and as hereafter duly amended from time to time.

Date

Authorized Member Organization Signature

Printed Name / Title

Permit Holder Signature / Title

Executive Representative Signature / Title