

**The Nasdaq Stock Market, Inc.**  
**Membership Application Form: Waive-In Period**

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An applicant for membership with The Nasdaq Stock Market, Inc. that is an active NASD member as of \_\_\_\_\_ [date Nasdaq is approved as a national securities exchange] may apply to automatically become a Nasdaq member and to automatically register all of its associated persons whose registrations are active on [date Nasdaq is approved as a national securities exchange] with Nasdaq in registration categories recognized by Nasdaq during a temporary, 90-day period beginning \_\_\_\_\_ and ending on \_\_\_\_\_ by completing this Membership Application Form, including Exhibit A (collectively "Application Documents"). Completed Application Documents should be sent via certified or first class mail, or via courier or messenger service, to Nasdaq, [address], to the attention of Membership Application Processing.

Each application must be accompanied by a check for the full amount of the application fee for The Nasdaq Stock Market. Please note that this fee is non-refundable.

Important: Each applicant is required to update any information submitted as part of the application process that becomes inaccurate or incomplete after the submission of the application.

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**General Information**

Application Date:

Applicant Name:

Address:

Applicant's Central Registration Depository Number:

Applicant's Designated Examining Authority:

Firm Contact Name:<sup>1</sup>

Contact Title:

Phone No.:

Fax No.:

E-mail Address:

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<sup>1</sup> Provide the name of the person who may be contacted regarding questions concerning this application.

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**Self-Regulatory Organization (“SRO”) Memberships**

Indicate below the SROs of which the Applicant is a Member:

- National Association of Securities Dealers (“NASD”)
- New York Stock Exchange
- American Stock Exchange
- Boston Stock Exchange
- Chicago Stock Exchange
- Chicago Board Options Exchange
- Cincinnati Stock Exchange
- Pacific Exchange
- Philadelphia Stock Exchange

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**Nature of Activity on Nasdaq**

Indicate the business in which the firm intends to engage as a Nasdaq member (which must be the same as the business in which the firm currently engages as an NASD member):

- Market Maker
- Order Entry Firm
- Electronic Communications Network/Alternative Trading System
- Other: \_\_\_\_\_

Indicate the types of securities which the firm currently trades:

- Nasdaq National Market
- Nasdaq Small Cap
- Over-the-Counter (“OTC”) Bulletin Board
- Other OTC
- Listed Nasdaq InterMarket
- Listed Third Market
- Other: \_\_\_\_\_

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**Personnel**

Provide the Name and Central Registration Depository (“CRD”) Number of the person primarily responsible for the firm’s Nasdaq trading activity.

Name: \_\_\_\_\_

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Title: \_\_\_\_\_  
CRD No.: \_\_\_\_\_

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**Registration Transfers**

Please check the box below to authorize Nasdaq to effect an automatic registration, via CRD, of all of the firm's associated persons whose registrations with the Applicant were active with the Applicant on [date Nasdaq is approved as a national securities exchange].

- Effect the transfer of all Associated Persons who are actively registered with the Applicant in the following registration categories as of the date of approval for membership (General Securities Principal; Limited Principal—Financial and Operations; Limited Principal—Introducing Broker/Dealer Financial and Operations; Limited Principal—Direct Participation Programs; Limited Principal—General Securities Sales Supervisor; General Securities Representative; Limited Representative—Direct Participation Programs; Limited Representative—Corporate Securities; Limited Representative—Equity Trader; Assistant Representatives—Order Processing).
  
  - Effect the registrations of only the persons indicated in the attached addendum to this application. (Applicant: Please attach listing of registrants to be transferred).
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**The Nasdaq Stock Market, Inc.**  
**Exhibit A to Membership Application Form**

Agreement of Applicant for Membership in The Nasdaq Stock Market, Inc.

Applicant Name: \_\_\_\_\_ CRD Number: \_\_\_\_\_

In connection with this application for membership in The Nasdaq Stock Market, Inc. ("Nasdaq"), and in the event that this application is approved for Nasdaq membership, the Applicant hereby agrees to abide by the terms and conditions set forth below:

The Applicant undertakes to (1) engage only in those activities permissible pursuant to its membership(s) with Nasdaq, the National Association of Securities Dealers, the New York Stock Exchange, and any other Self-Regulatory Organization of which the Applicant is a member; (2) obtain the prior approval of Nasdaq pursuant to Nasdaq Rule 1017 for any material change in operations; and (3) file an application with Nasdaq at least 30 days prior to effecting a change in the ownership or control of the Applicant pursuant to Nasdaq Rule 1017.

Pursuant to Nasdaq Rule \_\_\_\_/Nasdaq By-Law \_\_\_\_\_ the Applicant also agrees:

A. To comply with the federal securities laws, the rules and regulations thereunder, the rules of the Municipal Securities Rulemaking Board and the Treasury Department, the By-Laws, the Nasdaq rules, the rules and By-Laws of the NASD (if Applicant is an NASD member), and all rulings, orders, directions and decisions issued and sanctions imposed under the Rules of Nasdaq and the NASD (if Applicant is an NASD member).

B. To pay such dues, assessments, and other charges in the manner and amount as from time to time shall be fixed pursuant to the Nasdaq By-Laws, Schedules to the Nasdaq By-Laws, and the Nasdaq Rules;

C. That this Agreement has been executed on behalf of, and with the authority of, the above-named Applicant. The Undersigned and Applicant represent that the information and statements contained within the application and other information filed are current, true, and complete. The undersigned and the Applicant further represent that to the extent that any information submitted is not amended, such information is currently accurate and complete and agree that the information contained in the Applicant's Form BD will be kept current and accurate by proper amending of the form as changes occur.

By: \_\_\_\_\_  
(Print Name)  
\_\_\_\_\_  
(Print Title)  
\_\_\_\_\_  
(Signature)