

THE NASDAQ STOCK MARKET LLC ("NOX")  
**Waive-In Membership Application and Membership Agreement**

**To qualify for expedited Waive-In Membership In The NASDAQ Stock Market LLC, the applicant must be an approved Financial Industry Regulatory Authority (FINRA™) or NASDAQ OMX BX, Inc. ("BX") member.**

**A. Applicant Information**

Full legal name of Applicant Organization:		CRD No.
Main office address:		
Phone:	Type of Entity:      Corporation      Partnership      LLC	
Name of individual completing application:		
Email Address:	Phone:	

**B. Nature of Intended Activity (Check all that apply)**

<p><b>The NASDAQ Stock Market LLC - Equity</b></p> <p>Order entry                  Market maker                  Other _____</p>	<p><b>NASDAQ Options Market ("NOM") - Options</b></p> <p>Order entry                  Market maker                  Other _____</p> <p>Applicant's Designated Options Examining Authority                  _____</p>
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**C. Affiliates**

Does Applicant have any affiliates conducting securities transactions that are not registered with the Securities and Exchange Commission?

Yes                       No

**D. Equity Clearing Arrangement**

**E. Options Clearing Arrangement (If applicable)**

<p><b>National Securities Clearing Corporation ("NSCC")</b></p> <p>Self-Clearing NSCC Account No.: _____</p> <p>Agreement with clearing agent                  NSCC Account No.: _____                  Name of broker dealer acting as clearing agent:                  _____</p>	<p><b>The Options Clearing Corporation ("OCC")</b></p> <p>Self-Clearing OCC Account No.: _____                  Requires clearing guarantee attached as <b>Appendix C.</b></p> <p>Agreement with clearing agent                  OCC Account No.: _____                  Name of broker dealer acting as clearing agent:                  _____                  Requires clearing guarantee attached as <b>Appendix D.</b></p>
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**F. Executive Representative**

Provide the following information for the person assigned as the NASDAQ Executive Representative pursuant to NASDAQ <a href="#">Rule 1150</a>	
<b>Executive Representative:</b>	<b>Title:</b>
<b>Email:</b>	<b>Phone:</b>
<b>G. Supervision</b>	
Provide the following information for the person that will be primarily responsible for Applicant's NASDAQ <b>equity</b> trading activity:	
<b>Name:</b>	<b>Title:</b>
<b>Email:</b>	<b>Phone:</b>
Provide the following information for the person that will be primarily responsible for Applicant's NOM <b>options</b> trading activity:	
<b>Name:</b>	<b>Title:</b>
<b>Email:</b>	<b>Phone:</b>
<b>H. Required Supplemental Material (please include all that apply)</b>	
<b>EQUITY</b>	
All applicants for <b>The NASDAQ Stock Market LLC</b> must submit the following with this application:	
<ul style="list-style-type: none"> <li>○ A fully executed NASDAQ OMX U.S. Services Agreement</li> <li>○ The NASDAQ Stock Market Membership Agreement, attached as <b>Appendix A</b></li> <li>○ A check in the amount of \$2,000.00 made payable to The NASDAQ Stock Market</li> </ul>	
<b>OPTIONS</b>	
All applicants for the <b>NASDAQ Options Market</b> must submit the following with this application:	
<ul style="list-style-type: none"> <li>○ The NASDAQ Options Market Participant Agreement, attached as <b>Appendix B</b></li> <li>○ The appropriate clearing letter of guarantee attached as <b>Appendix C</b> (self-clearing) and <b>Appendix D</b> (third party clearing)</li> <li>○ <b>If seeking market making status on NOM, applicants must also submit the following:</b> <ul style="list-style-type: none"> <li><input type="checkbox"/> A copy of the Applicant's Information Barrier procedures</li> <li><input type="checkbox"/> List of market making accounts, attached as <b>Appendix E</b></li> </ul> </li> </ul>	
<b>I. Registration Requirements</b>	
Pursuant to NASDAQ <a href="#">Rules 1020</a> and <a href="#">1030</a> , and NOM Rules at Chapter XI, Sec. 2, upon approval of membership, your firm must access Web CRD and register <b>all</b> of its associated persons who are active in the following registration categories:	
<ul style="list-style-type: none"> <li>▪ Series 4 (Registered Options Principal)</li> <li>▪ Series 6 (Limited Representative, Investment Company and Variable Contracts Products)</li> <li>▪ Series 7 (General Securities Representative)</li> <li>▪ Series 9/10 (General Securities Sales Supervisor)</li> <li>▪ Series 11 (Assistant Representative Order Processing)</li> <li>▪ Series 17 (United Kingdom - Limited General Securities Registered Representatives)</li> <li>▪ Series 24 (General Securities Principal)</li> <li>▪ Series 26 (Limited Principal, Investment Company and Variable Contracts Products)</li> <li>▪ Series 27 (Financial and Operations Principal)</li> <li>▪ Series 28 (Introducing Broker/Dealer Financial and Operations Principal)</li> <li>▪ Series 37/38 (Canada - Limited General Securities Registered Representative)</li> <li>▪ Series 55 (Equity Trader)</li> <li>▪ Series 56 (Proprietary Trader)</li> <li>▪ Series 56/24 (Proprietary Trader Principal)</li> <li>▪ Series 62 (Corporate Securities Representative)</li> </ul>	
<b>J. Application Filing Instructions</b>	

**Applications and supplemental material should be submitted via email to [membership@nasdaq.com](mailto:membership@nasdaq.com).**

**Questions may be directed to NASDAQ Membership at +1 215 496 5159 or +1 215 496 5322.**

**Appendix A**

**The NASDAQ Stock Market LLC  
Membership Agreement**

Firm name: \_\_\_\_\_

CRD number: \_\_\_\_\_

In connection with this application for membership in The NASDAQ Stock Market LLC (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 business activities permissible pursuant to its membership agreement(s) with NASDAQ, NASDAQ OMX BX<sup>SM</sup>, NASDAQ OMX PHLX<sup>SM</sup>, FINRA<sup>TM</sup>, 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](#) before removing or modifying any restrictions imposed on permissible business activities or before effecting any material change in business operations; and (3) file a written notice and 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, in circumstances where required by the Rule.

The Applicant also agrees:

- A. To comply with the federal securities laws, the rules and regulations thereunder, the NASDAQ rules and all rulings, orders, directions and decisions issued and sanctions imposed under the NASDAQ rules;
- 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 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 Uniform Application for Broker-Dealer Registration (Form BD) will be kept current and accurate by proper amending of the Form BD as changes occur. Applicant further represents that the registrations for waive-in Associated Persons, registered with NASDAQ, will be kept current by proper amending of Form U4 & Form U5.

By:

Print Name \_\_\_\_\_

Title \_\_\_\_\_

Authorized Signature \_\_\_\_\_

Date \_\_\_\_\_

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**Appendix B**

**NASDAQ Options Market LLC  
Participant Agreement  
(NOM Rules, [Chapter II, Section 2.iv](#))**

**Firm name:** \_\_\_\_\_ **CRD number:** \_\_\_\_\_

In connection with the member’s application for participation in The NASDAQ Options Market LLC and in the event that this application is approved for participation, the Applicant hereby agrees to abide by the terms and conditions set forth below:

The Applicant undertakes to (1) engage only in those business activities permissible pursuant to its membership agreement(s) with BX, NASDAQ, PHLX, FINRA, 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](#) before removing or modifying any restrictions imposed on permissible business activities or before effecting any material change in business operations; and (3) file a written notice and 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, in circumstances where required by the Rule.

The Applicant also agrees:

- A. To comply with the federal securities laws, the rules and regulations thereunder, the NASDAQ rules including but not limited to The NASDAQ Options Market rules and all rulings, orders, directions and decisions issued and sanctions imposed under the NASDAQ rules;
- 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 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 Uniform Application for Broker-Dealer Registration (Form BD) will be kept current and accurate by proper amending of the Form BD as changes occur. Applicant further represents that the registrations for waive-in Associated Persons, registered with NASDAQ, will be kept current by proper amending of Form U4 and Form U5.

**By:**

**Print Name** \_\_\_\_\_

**Title** \_\_\_\_\_

**Authorized Signature** \_\_\_\_\_

**Date** \_\_\_\_\_

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**Appendix C**

**To be submitted by Applicants who are direct members of The Options Clearing Corporation**

**To:** NASDAQ (“NASDAQ”) Membership  
**From:** \_\_\_\_\_  
 (Individual Completing Form)  
 \_\_\_\_\_  
 (Participant Organization)

**Re:** Options Market Participant Letter of Guarantee

The Participant noted above is an approved member of The Options Clearing Corporation (“OCC”) and an approved Participant of:

- NASDAQ OMX PHLX LLC (“PHLX”)**
- NASDAQ Options Market (“NOM”)**
- NASDAQ OMX BX Options Market (“BX Options”)**

The Participant, as a Self-Clearing Member and in accordance with NASDAQ rules,<sup>1</sup> accepts financial responsibility for all transactions entered into by the Participant on NASDAQ. This letter shall be deemed to be a Letter of Guarantee and shall remain in effect until a written notice of revocation has been filed with NASDAQ Member Regulation. Any such revocation shall in no way relieve the Participant of its responsibility for Exchange transactions guaranteed prior to the effective date of the revocation.

Accepted and agreed to this date: \_\_\_\_\_

Clearing Member OCC Number: \_\_\_\_\_

Clearing Member National Securities Clearing Corporation (“NSCC”) Number:<sup>2</sup> \_\_\_\_\_

Clearing Member Representative Signature: \_\_\_\_\_

\_\_\_\_\_  
(phone number)

\_\_\_\_\_  
(print name/title)

**Please return executed form to:**  
**NASDAQ OMX Membership Department**  
**1900 Market Street, 2nd Floor, Philadelphia, PA 19103**  
[membership@nasdaq.com](mailto:membership@nasdaq.com)

**Appendix D**

**To be submitted by Applicants with a third party clearing arrangement.**

<sup>1</sup> See PHLX Rule 911; NOM Chapter VII, Sec. 8; BX Options Chapter VII, Sec. 8

<sup>2</sup> See PHLX Rule 909; NOM Chapter XV, Section 1; BX Options Chapter XV, Sec. 1. If the NSCC Number provided is not affiliated with the Clearing Member, an additional written authorization signed by a representative of the NSCC Member must accompany this Letter of Guarantee.

**To:** NASDAQ (“NASDAQ”) Membership

**From:** \_\_\_\_\_  
 (Individual Completing Form)  
 \_\_\_\_\_  
 (Participant Organization)

**Re:** Options Market Participant Letter of Guarantee

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The Participant noted above has represented to the undersigned Clearing Member, a member of The Options Clearing Corporation (“OCC”), that it is an approved participant of:

**NASDAQ OMX PHLX LLC (“PHLX”)**  
**NASDAQ Options Market (“NOM”)**  
**NASDAQ OMX BX Options Market (“BX Options”)**

The undersigned Clearing Member, in accordance with NASDAQ rules,<sup>1</sup> accepts financial responsibility for all transactions made by the above referenced Participant when such transactions are executed through the undersigned Clearing Member. This letter shall be deemed to be a Letter of Guarantee and shall remain in effect until a written notice of revocation has been filed with NASDAQ Member Regulation. Any such revocation shall in no way relieve the undersigned Clearing Member of responsibility for Exchange transactions guaranteed prior to the effective date of the revocation.

Accepted and agreed to this date: \_\_\_\_\_

Clearing Member Organization: \_\_\_\_\_

Clearing Member OCC Number: \_\_\_\_\_

Clearing Member National Securities  
 Clearing Corporation (“NSCC”) Number:<sup>2</sup> \_\_\_\_\_

Clearing Member Representative Signature: \_\_\_\_\_

\_\_\_\_\_  
 (phone number)

\_\_\_\_\_  
 (print name/title)

**Please return executed form to:**  
**NASDAQ OMX Membership Department**  
**1900 Market Street, 2nd Floor, Philadelphia, PA 19103**  
[membership@nasdaq.com](mailto:membership@nasdaq.com)

**Appendix E**

**Chapter VII, Section 7 of NASDAQ Options Rules**

**Securities Accounts and Orders of Market Makers**

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<sup>1</sup> See PHLX Rule 911; NOM Chapter VII, Sec. 8; BX Options Chapter VII, Sec. 8

<sup>2</sup> See PHLX Rule 909; NOM Chapter XV, Sec. 1; BX Options Chapter XV, Sec. 1. If the NSCC Number provided is not affiliated with the Clearing Member, an additional written authorization signed by a representative of the NSCC Member must accompany this Letter of Guarantee.

List **all** accounts for stock, options and related securities trading in which the market maker may, directly or indirectly, engage in trading activities or over which it exercises investment discretion. No market maker shall engage in stock, options or related securities trading in an account on NASDAQ which has not been reported pursuant to this section.

Firm name \_\_\_\_\_

Contact information (for questions with respect to the information provided)

Name \_\_\_\_\_ Phone \_\_\_\_\_

Exchange Representative (Firm or Individual)	Carrying Broker (Clearing Firm)	Account No.	Account Type

**The above list of accounts is current and any amendments to such list will be submitted to NASDAQ Regulation promptly.**

**At this time we have no accounts that require disclosure pursuant to Chapter VII, Section 7 of the NASDAQ Rules.**

\_\_\_\_\_  
**Authorized Signor**

\_\_\_\_\_  
**Date**