

**Rule 1B: Contract, Governing Law and Forum Selection**

1.1B Contract Between the Company and Each Participant. The Rules of the Company constitute a contract between the Company and each Participant.

1.2B Governing Law. The Rules and the rights and obligations under the Rules will be governed by, and construed in accordance with, the laws of the State of New York applicable to contracts executed and performed therein, and by the federal law of the United States of America, without regard to conflicts of law principles, except to the extent that the Company has expressly agreed otherwise in writing.

1.3B Forum Selection. For purposes of resolving any controversy or claim between a Participant and the Company arising out of or relating to the Rules, transactions contemplated by and/or any other use by the Participant of the Company's services, the Company and the Participant will be deemed to have consented to the personal jurisdiction of any state or federal court located in the city of New York in the State of New York and any lawsuit or other legal proceeding brought by a Participant against the Company will be brought in a United States federal court located in the city of New York or, if the federal courts lack diversity or subject matter jurisdiction over the matter, in a court in the State of New York located in the city of New York.