



**NATIONAL
SECURITIES
CLEARING
CORPORATION**

RULES & PROCEDURES

TEXT OF PROPOSED RULE CHANGE

Bold and underlined text indicates proposed added language.

~~Bold and strikethrough text~~ indicates proposed deleted language.

RULE 2B. ONGOING MEMBERSHIP REQUIREMENTS AND MONITORING

[Changes to Rule 2B, as amended by File No. SR-NSCC-2022-007, are available at <https://www.dtcc.com/legal/sec-rule-filings>. These changes were effective upon filing, but have not yet been implemented. NSCC will implement the proposed changes no earlier than thirty (30) days after the date of filing, [insert date of filing], or such shorter time as the Securities and Exchange Commission may designate. Upon the implementation of these changes, this legend will automatically be removed from this Rule 2B.]

SEC. 5. VOLUNTARY TERMINATION

A Member, Fund Member, Insurance Carrier/Retirement Services Member, Municipal Comparison Only Member, Mutual Fund/Insurance Services Member, Data Services Only Member, Investment Manager/Agent Member, AIP Member, Third Party Provider Member or Third Party Administrator Member each may elect to voluntarily terminate such membership by providing the Corporation with a written notice of such termination (“Voluntary Termination Notice”). The participant shall specify in the Voluntary Termination Notice a desired date for its withdrawal from membership; provided, however, such date shall not be prior to the scheduled final settlement date of any remaining obligation owed by the participant to the Corporation as of the time such Voluntary Termination Notice is submitted to the Corporation, unless otherwise approved by the Corporation. **A participant that is a Limited Member may be deemed to have voluntarily terminated its membership if the Corporation is unable to contact an authorized representative of the participant, as designated by the participant pursuant to Rule 5, and there has been no activity in the account by the participant for at least 6 months.**

Such termination will not be effective until accepted by the Corporation, which shall be no later than ten (10) Business Days after the receipt of the Voluntary Termination Notice from such participant, **or in the case of a deemed voluntary termination described above, when the Corporation determines that the criteria for a deemed voluntary termination have been met.** The Corporation’s acceptance **or determination** shall be evidenced by a notice to the Corporation’s participants announcing the participant’s termination and the last trade date for the participant. The effective date of the participant’s termination shall be the final settlement date of all transactions of the participant (the “Termination Date”). After the close of business on the Termination Date, a participant that terminates its membership in the Corporation shall no longer be eligible or required to submit transactions to the Corporation for clearance and settlement, unless the Board determines otherwise in order to ensure an orderly liquidation of the participant’s open obligations. If any transaction is submitted to the Corporation by such participant that is scheduled to settle after the Termination Date, such participant’s Voluntary Termination Notice will be deemed void, and the participant will remain subject to these Rules and Procedures as if it had not given such Voluntary Termination Notice.
