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**[THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
NYSE CHICAGO, INC.]**

This Third Amended and Restated Certificate of Incorporation of NYSE Chicago, Inc. (the "Corporation") has been duly adopted in accordance with Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware.

The name of the corporation is NYSE Chicago, Inc. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on March 15, 1972 (the "Original Certificate of Incorporation"), and the name under which the Corporation filed the Original Certificate of Incorporation was MIDWEST STOCK EXCHANGE, INCORPORATED. Pursuant to Sections 242 and 245 of the General Corporation Law of the State of Delaware, this Third Amended and Restated Certificate of Incorporation hereby amends and restates the Second Amended and Restated Certificate of Incorporation of the Corporation in its entirety, and reads in its entirety as follows:

FIRST: The name of the corporation (the "Corporation") is NYSE Chicago, Inc.

SECOND: The address of the registered office of the Corporation in the State of Delaware is c/o United Agent Group Inc., 3411 Silverside Road, Tatnall Building No. 104, Wilmington, County of New Castle, Delaware 19810, and the name of its registered agent at that address is United Agent Group Inc.

THIRD: The purpose or purposes of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is one thousand (1,000) shares of common stock having a par value of \$.01 per share. NYSE Chicago Holdings, Inc. will be the sole owner of this stock.

FIFTH: (a) General. The governing body of the Corporation shall be its Board of Directors which shall exercise all powers conferred to it by the laws of the State of Delaware. In furtherance of and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to adopt the bylaws and the rules of the Corporation and to amend or repeal any provision thereof subject to such conditions as the bylaws or rules may provide. Directors shall be elected by the stockholders of the Corporation. Elections of directors of the Corporation need not be by written ballot unless the bylaws so provide. Except as otherwise provided in the bylaws or the rules, the stockholders shall nominate directors for election at the annual meeting of the stockholders. Such nominations shall comply with the Corporation's rules and the bylaws. Notwithstanding anything herein to the contrary, as set forth below, the Board of Directors of

Intercontinental Exchange, Inc. ("ICE") or the compensation committee thereof shall have the authority to fix the compensation of directors of the Corporation.

(b) Removal of Directors. Except as provided herein, any director may be removed from office by a vote of the stockholders at any time with or without cause; provided, however, that a Non-Affiliated Director, as such term is defined in the bylaws of the Corporation, may only be removed for cause. For purposes of this section, "cause" shall include (i) a breach of a director's duty of loyalty to the Corporation or its stockholders, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, (iii) actions resulting in liability under Section 174 of the General Corporation Law of the State of Delaware, or (iv) transactions from which a director derived an improper personal benefit. Any director may be removed for cause by the holders of a majority of the shares of capital stock then entitled to be voted at an election of directors.

(c) Compensation. The Board of Directors of ICE or the compensation committee thereof shall have the authority to fix the compensation of directors of the Corporation. The directors of the Corporation may be paid their expenses, if any, of attendance at each meeting of the Board of Directors of the Corporation and may be paid a fixed sum for attendance at each meeting of the Board of Directors of the Corporation or a stated salary as director (which amounts may be paid in cash or such other form as the Board of Directors of ICE or the compensation committee thereof may from time to time authorize). No such payment shall preclude any director from serving the Corporation in any other capacity and receiving compensation therefor.

SIXTH: The duration of the Corporation shall be perpetual.

SEVENTH: The Board of Directors shall have the power to adopt, amend or repeal the bylaws and rules of the Corporation. The bylaws may also be amended or repealed, or new bylaws may be adopted, by action taken by the stockholders of the Corporation. Before any amendment to, alteration or repeal of any provision of the bylaws of the Corporation under this Article SEVENTH shall be effective, those changes shall be submitted to the Board and if the same must be filed with or filed with and approved by the Securities and Exchange Commission ("Commission") the proposed changes to the bylaws of the Corporation shall not become effective until filed with or filed with and approved by the Commission, as the case may be.

EIGHTH: Limitation of Liability. To the fullest extent not prohibited by the General Corporation Law of the State of Delaware, as it exists on the date this Third Amended and Restated Certificate of Incorporation is adopted or as such law may later be amended, no director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. No amendment to or repeal of this Article shall adversely affect any right or protection of a director of the Corporation that exists at the time of such amendment or repeal with respect any actions taken, or inactions, prior thereto.

NINTH: Action may be taken by the stockholders of the Corporation, without a meeting, by written consent as and to the extent provided at the time by the General Corporation Law of the State of Delaware, provided that the matter to be acted upon by such written consent previously

has been approved by the Board of Directors of the Corporation and directed by such Board to be submitted to the stockholders for their action by written consent.

TENTH: Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Corporation or any creditor or stockholder thereof or on the application of any receiver or receivers appointed for the Corporation under Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for the Corporation under Section 279 of Title 8 of the Delaware Code, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, to be summoned in such manner as the such court directs. If a majority in number representing three fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

ELEVENTH: The Corporation reserves the right to amend this Third Amended and Restated Certificate of Incorporation, and to change or repeal any provision of the certificate of incorporation, and all rights conferred upon stockholders by such Third Amended and Restated Certificate of Incorporation are granted subject to this reservation; provided, however, that any amendment to this Third Amended and Restated Certificate of Incorporation must be approved by a majority of the members of the Board of Directors who are present at the meeting at which the amendment is proposed and by a majority of the stockholders of the Corporation. Any change to the Third Amended and Restated Certificate of Incorporation that is required to be approved or filed with the Commission before it may become effective shall not become effective, under Section 19 of the Securities Exchange Act of 1934, as amended, and the rules promulgated thereunder, until the procedures of the Commission necessary to make it effective shall have been satisfied. Before any amendment to, or repeal of, any provision of this Third Amended and Restated Certificate of Incorporation shall be effective, those changes shall be submitted to the Board of Directors of the Corporation and if such amendment or repeal must be filed with or filed with and approved by the Commission, then the proposed changes to this Third Amended and Restated Certificate of Incorporation shall not become effective until filed with or filed with and approved by the Commission, as the case may be.

IN WITNESS WHEREOF, the Corporation has caused this Third Amended and Restated Certificate of Incorporation to be executed by its duly authorized officer on March 30, 2023.

NYSE CHICAGO, INC.

By: /s/ Martha Redding

Name: Martha Redding

Title: Corporate Secretary]

All text is new

**CERTIFICATE OF FORMATION
OF
NYSE TEXAS, INC.**

**ARTICLE 1
Entity Name and Type**

The filing entity being formed is a for-profit corporation. The name of the entity is NYSE Texas, Inc. (the “Corporation”)

**ARTICLE 2
Registered Agent and Registered Office**

The initial registered agent is an organization by the name of United Agent Group Inc. The business address of the registered agent and the registered office address is 5444 Westheimer #1000, Houston, Texas 77056.

**ARTICLE 3
Directors**

The number of directors constituting the initial board of directors and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
Sharon Bowen	11 Wall Street New York, New York 10005
Stacey Cunningham	11 Wall Street New York, New York 10005
Duriya Farooqui	11 Wall Street New York, New York 10005
Judith Sprieser	11 Wall Street New York, New York 10005
Raz Tirosh	11 Wall Street New York, New York 10005

ARTICLE 4
Authorized Shares

The total number of shares of stock which the Corporation shall have authority to issue is one thousand (1,000) shares of common stock having a par value of \$.01 per share. NYSE Texas Holdings, Inc. shall be the sole owner of this stock.

ARTICLE 5
Purpose

The purpose for which the Corporation is formed is for the transaction of any and all lawful business for which a for-profit corporation may be organized under the Texas Business Organizations Code (“BOC”).

ARTICLE 6
Initial Mailing Address

The mailing address to which franchise tax correspondence should be sent is 11 Wall Street, New York, New York, 10005.

ARTICLE 7
Effectiveness of Filing

This document becomes effective ●, 2025.

ARTICLE 8
Conversion

The filing entity is being formed under a plan of conversion. The converting entity is NYSE Chicago, Inc., with an address of 11 Wall Street, New York, New York, 10005, formed on March 15, 1972 as a corporation organized under the laws of the State of Delaware.

ARTICLE 9
Supplemental Provisions/Information

(a) General. The governing body of the Corporation shall be its Board of Directors which shall exercise all powers conferred to it by the laws of the State of Texas. In furtherance of and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to adopt the bylaws and the rules of the Corporation and to amend or repeal any provision thereof subject to such conditions as the bylaws or rules may provide. Directors shall be elected by the stockholders of the Corporation. Elections of directors of the Corporation need not be by written ballot unless the bylaws so provide. Except as otherwise provided in the bylaws or the rules, the stockholders shall nominate directors for election at the annual meeting of the stockholders. Such nominations shall comply with the Corporation’s rules and the bylaws. Notwithstanding anything herein to the contrary, as set forth below, the Board of Directors of

Intercontinental Exchange, Inc. ("ICE") or the compensation committee thereof shall have the authority to fix the compensation of directors of the Corporation.

(b) Removal of Directors. Except as provided herein, any director may be removed from office by a vote of the stockholders at any time with or without cause; provided, however, that a Non-Affiliated Director, as such term is defined in the bylaws of the Corporation, may only be removed for cause. For purposes of this section, "cause" shall include (i) a breach of a director's duty of loyalty to the Corporation or its stockholders, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, or (iii) transactions from which a director derived an improper personal benefit. Any director may be removed for cause by the holders of a majority of the shares of capital stock then entitled to be voted at an election of directors.

(c) Compensation. The Board of Directors of ICE or the compensation committee thereof shall have the authority to fix the compensation of directors of the Corporation. The directors of the Corporation may be paid their expenses, if any, of attendance at each meeting of the Board of Directors of the Corporation and may be paid a fixed sum for attendance at each meeting of the Board of Directors of the Corporation or a stated salary as director (which amounts may be paid in cash or such other form as the Board of Directors of ICE or the compensation committee thereof may from time to time authorize). No such payment shall preclude any director from serving the Corporation in any other capacity and receiving compensation therefor.

(d) Bylaws. The Board of Directors shall have the power to adopt, amend or repeal the bylaws and rules of the Corporation. The bylaws may also be amended or repealed, or new bylaws may be adopted, by action taken by the stockholders of the Corporation. Before any amendment to, alteration or repeal of any provision of the bylaws of the Corporation under this Article 9 shall be effective, those changes shall be submitted to the Board and if the same must be filed with or filed with and approved by the Securities and Exchange Commission ("Commission") the proposed changes to the bylaws of the Corporation shall not become effective until filed with or filed with and approved by the Commission, as the case may be.

(e) Limitation of Liability. To the fullest extent not prohibited by the BOC, as it exists on the date this Certificate of Formation is adopted or as such law may later be amended, no director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. No amendment to or repeal of this Article shall adversely affect any right or protection of a director of the Corporation that exists at the time of such amendment or repeal with respect any actions taken, or inactions, prior thereto.

(f) Consent. Action may be taken by the stockholders of the Corporation, without a meeting, by written consent as and to the extent provided at the time by the BOC; provided that the matter to be acted upon by such written consent previously has been approved by the Board of Directors of the Corporation and directed by such Board to be submitted to the stockholders for their action by written consent.

(g) Compromise. Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of them, any court that has jurisdiction over the property and business of the Corporation within the State of Texas may, to the extent permitted under Texas law, on the application of the Corporation or any creditor or stockholder thereof or on the application of any receiver or receivers appointed for the Corporation under Section 11.401 of the BOC or on the application of the appointed persons for the Corporation, in dissolution under Section 11.054 of the BOC, order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, to be summoned in such manner as the such court directs. If a majority in number representing three fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

(h) Amendment. The Corporation reserves the right to amend this Certificate of Formation, and to change or repeal any provision of the Certificate of Formation, and all rights conferred upon stockholders by such Certificate of Formation are granted subject to this reservation; provided, however, that any amendment to this Certificate of Formation must be approved by a majority of the members of the Board of Directors who are present at the meeting at which the amendment is proposed and by a majority of the stockholders of the Corporation and as otherwise required under the BOC. Any change to the Certificate of Formation that is required to be approved or filed with the Commission before it may become effective shall not become effective, under Section 19 of the Securities Exchange Act of 1934, as amended, and the rules promulgated thereunder, until the procedures of the Commission necessary to make it effective shall have been satisfied. Before any amendment to, or repeal of, any provision of this Certificate of Formation shall be effective, those changes shall be submitted to the Board of Directors of the Corporation and if such amendment or repeal must be filed with or filed with and approved by the Commission, then the proposed changes to this Certificate of Formation shall not become effective until filed with or filed with and approved by the Commission, as the case may be.

ARTICLE 10

Organizer

The name and address of the organizer is Martha Redding, 11 Wall Street, New York, New York 10005.

EXECUTION

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned also affirms that, to the best knowledge of the undersigned, the name provided as the name of the filing entity does not falsely imply an affiliation with a

governmental entity. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: _____

Signature of organizer

Martha Redding
Printed or typed name of organizer

Additions underlined.
Deletions [bracketed].

**[SECOND AMENDED AND RESTATED]
BYLAWS OF NYSE [CHICAGO]TEXAS, INC.**

ARTICLE I. OFFICES; REGISTERED AGENT

Sec. 1. Registered Office and Registered Agent

The registered office of NYSE [Chicago]Texas, Inc. (the "Corporation") in the State of [Delaware]Texas shall be at such location within the State of [Delaware]Texas as shall from time to time be determined by the Board of Directors. The registered agent of the Corporation in the State of [Delaware]Texas shall be such person or entity as shall from time to time be determined by the Board of Directors.

Sec. 2. Other Offices

The Corporation may also have offices at such other places both within and without the State of [Delaware]Texas as the Board Of Directors may from time to time determine or the business or purposes of the Corporation may require.

ARTICLE II. DIRECTORS

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Sec. 5. Vacancies

Any vacancy on the Board of Directors resulting from the death, retirement, resignation, disqualification or removal of a director, as well as any newly created directorship resulting from an increase in the number of directors which occurs between annual meetings of the stockholders at which directors are elected, may be filled (i) with a person nominated by the Chairman of the Corporation and elected by a majority of the directors then in office, though less than a quorum or by a sole remaining director, or (ii) by action taken by the stockholders of the Corporation, and those vacancies resulting from removal from office by a vote of the stockholders for cause may be filled by a vote of the stockholders at the same meeting at which such removal occurs. Any person chosen to fill a vacancy or newly-created directorship must qualify as the type of director (Public Director or Non-Affiliated Director) associated with the seat on the Board being filled. A director chosen to fill a vacancy or newly-created directorship shall hold office until the end of the next annual meeting of stockholders. No decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director. During the period between two (2) successive annual meetings of stockholders, the Board may not fill more than two (2) vacancies created by an increase in the number of Directors.

* * * * *

Sec. 7. Place of Meetings; Mode

Any meeting of the Board of Directors may be held at such place, within or without the State of [Delaware]Texas, as shall be designated in the notice of such meeting, but if no such designation is made, then the meeting will be held at the principal business office of the Corporation.

* * * * *

Sec. 15. Removal

Directors may be removed by the stockholders only as provided in the certificate of [incorporation]formation.

ARTICLE III. STOCKHOLDERS

* * * * *

Sec. 5. Quorum and Vote Required for Action

(a) no change

(b) When a quorum is present at any meeting, the vote of the holders of a majority of the capital stock having voting power present in person or represented by proxy shall decide any question brought before such meeting, unless the question is one upon which by express provision of the [General Corporation law of the State of Delaware]Texas Business Organizations Code or of the certificate of incorporation, a different vote is required in which case such express provision shall govern and control the decision of such question.

Sec. 6. Voting of Shares; Proxies

Unless otherwise provided in the certificate of incorporation or these bylaws, each stockholder of the Corporation shall at every meeting of the stockholders be entitled to one (1) vote in person or by proxy for each share of the capital stock having voting power held by such stockholder, but no proxy shall be valid after [three years]eleven (11) months from its date, unless the proxy provides for a longer period. Any such proxy shall be in writing and shall be filed with the Secretary of the Corporation before or at the time of the meeting.

Sec. 7. Action in Lieu of Meeting

Action may be taken by the stockholders of the Corporation, without a meeting, by written consent as and to the extent provided at the time by the [General Corporation Law of the State of Delaware]Texas Business Organizations Code, provided that the matter to be acted upon by such

written consent previously has been approved by the Board of Directors of the Corporation and directed by such Board to be submitted to the stockholders for their action by written consent.

ARTICLE IV. COMMITTEES

* * * * *

Sec. 5. Conduct of Proceedings

Except as otherwise provided in the certificate of [incorporation]formation, these bylaws or the rules, or by the Board of Directors, each committee may determine the manner in which its proceedings shall be conducted. Any action required or permitted to be taken at any meeting of any committee may be taken without a meeting if a written consent to the action is signed by all of the members of the committee and the written consent is filed with the minutes of the proceedings of the committee.

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ARTICLE VI. INDEMNIFICATION

Sec. 1. Indemnification

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(e) To assure indemnification under this Section 1 of all directors, officers, employees and agents who are determined by the Corporation or otherwise to be or to have been “fiduciaries” of any employee benefit plan of the Corporation that may exist from time to time, Section [145]8.101 of the [Delaware General Corporation Law]Texas Business Organizations Code shall, for the purposes of this Section 1, be interpreted as follows: an “[other enterprise]employment benefit plan” shall be deemed to include such an employee benefit plan, including without limitation, any plan of the Corporation that is governed by the Act of Congress entitled “Employee Retirement Income Security Act of 1974,” as amended from time to time; the Corporation shall be deemed to have requested a person to serve an employee benefit plan where the performance by such person of his duties to the Corporation also imposes duties on, or otherwise involves services by, such person to the plan or participants or beneficiaries of the plan; excise taxes assessed on a person with respect to an employee benefit plan pursuant to such Act of Congress shall be deemed “fines.”

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ARTICLE VIII. CERTIFICATES OF STOCK AND THEIR TRANSFER

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Sec. 4. Transfers of Stock

Upon surrender to the Corporation or the transfer agent of the Corporation of a certificate for shares of stock of the Corporation duly endorsed or accompanied by proper evidence of succession, assignment or other authority to transfer, it shall be the duty of the Corporation to issue a new certificate to the person entitled to the new certificate, cancel the old certificate and record the transaction upon its books, provided the Corporation or a transfer agent of the Corporation shall not have received a notification of adverse interest and that the conditions of Section 8-401 of Title [6]1 of the [Delaware]Texas Business and Commerce Code have been met.

Sec. 5. Registered Stockholders

The Corporation shall be entitled to treat the holder of record (according to the books of the Corporation) of any share or shares of its stock as the holder in fact of those shares and shall not be bound to recognize any equitable or other claim to or interest in such share or shares on the part of any other party whether or not the Corporation shall have express or other notice of that claim or interest, except as expressly provided by the laws of the State of [Delaware]Texas.

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ARTICLE IX. SELF-REGULATORY FUNCTION OF THE CORPORATION

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Sec. 2. Participation in Board and Committee Meetings

All meetings of the Board of Directors of the Corporation (and any committees of the Board) pertaining to the self-regulatory function of the Corporation (including disciplinary matters) or relating to the structure of the market which the Corporation regulates shall be closed to all persons other than members of the Board of Directors and officers, staff, counsel or other advisors whose participation is necessary or appropriate to the proper discharge of such regulatory functions and any representatives of the United States Securities and Exchange Commission. In no event shall members of the Board of Directors of NYSE [Chicago]Texas Holdings, Inc. who are not also members of the Board of Directors of the Corporation or any officers, staff, counsel or advisors of NYSE [Chicago]Texas Holdings, Inc. who are not also officers, staff, counsel or advisors of the Corporation be allowed to participate in any meetings of the Board of Directors of the Corporation (or any committees of the Corporation) pertaining to the self-regulatory function of the Corporation (including disciplinary matters) or relating to the structure of the market which the Corporation regulates.

* * * * *

ARTICLE X. GENERAL PROVISIONS

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Sec. 2. Dividends

Subject to applicable law or of the certificate of [incorporation]formation, dividends may be declared upon the capital stock of the Corporation by the Board of Directors; and such dividends may be paid in cash, property or shares of stock of the Corporation.

* * * * *

Additions underlined.
Deletions [bracketed].

[THIRD]FOURTH AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
NYSE CHICAGO[CHX] HOLDINGS, INC.

This [Third]Fourth Amended and Restated Certificate of Incorporation of the Corporation has been duly adopted in accordance with Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware.

The name of the corporation (the “Corporation”) is NYSE Chicago[CHX] Holdings, Inc. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on January 26, 2005, under the [same] name CHX Holdings, Inc.

Pursuant to Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware, this [Third]Fourth Amended and Restated Certificate of Incorporation hereby [amends and] restates and integrates and further amends the [Second]Third Amended and Restated Certificate of Incorporation of the Corporation in its entirety, and reads in its entirety as follows:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is NYSE [Chicago]Texas Holdings, Inc. (hereinafter referred to as the “Corporation”).

ARTICLE II

REGISTERED OFFICE

The address of the Corporation’s registered office in the State of Delaware is c/o United Agent Group Inc., [3411 Silverside Road, Tatnall Building No. 104,]1521 Concord Pike, Suite 201, Wilmington, County of New Castle, Delaware [19810]19803, and the name of its registered agent at that address is United Agent Group Inc. [shall be the registered agent of the Corporation in charge thereof.]

* * * * *

**[ARTICLE XIV
EFFECTIVE TIME]**

This [Third]Fourth Amended and Restated Certificate of Incorporation shall be effective at [9:00 a.m.]●, Eastern Standard Time, on [February 15, 2019]●, 2025.

IN WITNESS WHEREOF, the Corporation has caused this [Third]Fourth Amended and Restated Certificate of Incorporation to be executed by its duly authorized officer on [February 15, 2019]●, 2025.

NYSE CHICAGO[CHX] HOLDINGS, INC.

By:

Name:

Title:

Additions underlined.
Deletions [bracketed].

FOURTH[THIRD] AMENDED AND RESTATED
BYLAWS OF NYSE [CHICAGO]TEXAS HOLDINGS, INC.

ARTICLE I

OFFICES AND RECORDS

Section 1.1. Registered Office. The registered office of NYSE [Chicago]Texas Holdings, Inc. (the "Corporation") in the State of Delaware shall be established and maintained at the office of United Agent Group Inc., [3411 Silverside Road, Tatnall Building No. 104]1521 Concord Pike, Suite 201, Wilmington, County of New Castle, Delaware [19810]19803, and the name of its registered agent at that address is United Agent Group Inc. [shall be the registered agent of the Corporation in charge thereof.]

* * * * *

Additions underlined.
Deletions [bracketed].

Rules of NYSE [Chicago]Texas, Inc.

* * * * *

RULE 1 DEFINITIONS

Rule 1.1. Definitions

As used in Exchange rules, unless the context requires otherwise, the terms below will mean the following:

* * * * *

Board and Board of Directors

(d) The terms "Board" and "Board of Directors" shall mean the Board of Directors of NYSE [Chicago]Texas, Inc.

* * * * *

Exchange

(h) The term "Exchange" means NYSE [Chicago]Texas, Inc.

* * * * *

NYSE [Chicago]Texas Marketplace

(p) "NYSE [Chicago]Texas Marketplace" means the electronic securities communications and trading facility of the Exchange through which orders are processed or are consolidated for execution and/or display.

* * * * *

ARTICLE 1 Definitions and General Information

Rule 1. Definitions

* * * * *

(f) "Board" means the Board of Directors of NYSE [Chicago]Texas, Inc.

(g) "NYSE [Chicago]Texas" means NYSE [Chicago]Texas, Inc. See "Exchange" definition, below.

(h) "NYSE [Chicago]Texas Holdings" means NYSE [Chicago]Texas Holdings, Inc., of which NYSE [Chicago]Texas is a wholly-owned subsidiary.

* * * * *

(k) "Exchange" means NYSE [Chicago]Texas, Inc., a [Delaware]Texas corporation as described in its Certificate of [Incorporation]Formation and Bylaws, and a national securities exchange as that term is defined by Section 6 of the Exchange Act.

* * * * *

ARTICLE 3 Participants and Participant Firms

* * * * *

Rule 18. Suits Against Officers, Director and Staff

No Participant shall institute a lawsuit or any other type of legal proceeding against any officer, director, committee member, employee or agent of the Exchange or any of its subsidiaries or any other Exchange official, for actions taken or omitted to be taken in connection with the official business of the Exchange or any affiliate, including without limitation NYSE [Chicago]Texas Holdings, Inc., except to the extent such actions or omissions constitute violations of the federal securities laws for which a private right of action exists and except, with respect to Directors of the Exchange, to the extent such limitation is prohibited by [Delaware]Texas law and the Exchange's Certificate of Incorporation.

* * * * *

Rule 20. No Affiliation between Exchange and any Participant

The Exchange or any entity with which it is affiliated shall not, directly or indirectly, acquire or maintain an ownership interest in a Participant in the absence of an effective filing under Section 19(b) of the Act. In addition, a Participant shall not be or become an affiliate of the Exchange, or an affiliate of any affiliate of the Exchange, in the absence of an effective filing under Section 19(b) of the Act. The term "affiliate" shall have the meaning specified in Rule 12b-2 under the Act. Nothing in this Rule 20 shall prohibit a Participant or its affiliate from acquiring or holding an equity interest in NYSE [Chicago]Texas Holdings, Inc. that is permitted by the ownership and voting limitation contained in the Certificate of Incorporation of NYSE [Chicago]Texas Holdings, Inc. In addition, nothing in this Rule 20 shall prohibit a Participant from being or becoming an affiliate of the Exchange, or an affiliate of any affiliate of the Exchange, solely by reason of such Participant or any officer, director, manager, managing member, partner or affiliate of such Participant being or becoming either (a) a Director (as such term is defined in the Bylaws of the Exchange) pursuant to the Bylaws of the Exchange, or (b) a Director serving on the Board of Directors of NYSE [Chicago]Texas Holdings, Inc.

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ARTICLE 7 Financial Responsibility and Reporting Requirements

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Rule 4. Financial and Operational Reports

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Interpretations and Policies:

.01 A suggested guide for the agreement with the independent public accountant required by paragraph (b)(2) of this Rule 4 is reproduced below. Other provisions, not inconsistent with the provisions of this suggested guide, may also be included at the discretion of the individual Participant organization and its independent public accountant.

, 20...

DATE

TO: (NAME OF MEMBER OF PARTICIPANT)

[Gentlemen]To whom it may concern:

We (I) hereby agree:

(a) to conduct an audit of your financial statements for the period ended, 20, the end of your (calendar) (fiscal) * year and each year thereafter ** in accordance with the applicable requirements of NYSE [Chicago]Texas, Inc. (Exchange) and the Securities and Exchange Commission (SEC);

* * * * *

ARTICLE 9 General Trading Rules

* * * * *

Rule 8. Contracts Due on Certain Business Days

On any business day that the banks, transfer agencies and depositories for securities in the State of [Illinois]Texas are closed:

* * * * *

ARTICLE 17 Institutional Brokers

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Rule 3. Responsibilities

The responsibilities and duties of an Institutional Broker specifically include, but are not limited to, the following activities by or through an affiliated IBR:

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(b) *Handling of orders within an integrated system.* Each Institutional Broker must use an electronic system, acceptable to the Exchange, for the handling of orders that integrates the Institutional Broker's on-Exchange trading activities within the NYSE [Chicago]Texas Marketplace with its trading activities in other market centers. Use of the Brokerplex® System as described in Rule 5 of this Article shall satisfy the provisions of this subsection.

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Rule 5. Brokerplex

(a) *Description of System.* The Exchange provides the Brokerplex® trading system for use by Institutional Broker Representatives (“IBRs”), as defined in Rule 1 of this Article and the Interpretations and Policies thereto, who are affiliated with Institutional Brokers. Brokerplex is an order and trade entry, recordation and management system developed and operated by the Exchange for use by IBRs to receive, transmit and hold orders from their clients while seeking execution within the NYSE [Chicago]Texas Marketplace or elsewhere in the National Market System. Brokerplex can also be used to record trade executions and send transaction reports to a Trade Reporting Facility (“TRF”), as defined in FINRA Rules 6300 *et seq.*, as amended from time-to-time. Brokerplex can also be used by IBRs to initiate clearing submissions to a Qualified Clearing Agency via the Exchange’s reporting systems. Reports of orders, executions and clearing submissions received, handled or submitted via Brokerplex are kept by the system.

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(c) *Order Types, Conditions and Instructions.*

- (1) *Matching System Orders.* Brokerplex accepts and handles all of the order types, conditions and instructions accepted by the NYSE [Chicago]Texas Marketplace pursuant to Rule 7.31 provided that the following order types and modifiers as defined under Rule 7.31 are not available via Brokerplex: Inside Limit Orders, Auction- Only Orders, MPL Orders, Tracking Orders, ISOs, Primary Only Orders, Primary Until 9:45 Orders, Primary After 3:55 Orders, Directed Orders, Pegged Orders, Non-Display Remove Modifier, Proactive if Crossed Modifier, Self-Trade Prevention Modifier, and Minimum Trade Size Modifier. Orders may be entered into Brokerplex manually by an IBR, or submitted directly into Brokerplex by an Exchange-approved electronic connection.
- (2) *Other Market Center Orders.* In addition to the order types accepted by the NYSE [Chicago]Texas Marketplace the Brokerplex system permits the entry and processing of certain order types, conditions and instructions accepted by other market centers.

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(e) *Order Handling and Transmission.* An IBR may use Brokerplex to send orders to the NYSE [Chicago]Texas Marketplace, another trading center connected to Brokerplex, or a systems provider that performs routing services.

1. As directed by the IBR, Brokerplex will either (A) send orders that are eligible for submission to the NYSE [Chicago]Texas [Market Place]Marketplace pursuant to Rule 7.31 first to the NYSE [Chicago]Texas Marketplace to execute or display and then, if they cannot be executed or displayed in the NYSE [Chicago]Texas Marketplace, to another destination according to the IBR's instructions; or (B) directly to another trading center designated by the user. Orders which are not eligible for submission to the NYSE [Chicago]Texas Marketplace will be directly sent to another destination in accordance with the IBR's instructions. Notwithstanding the above, QCT Cross Orders submitted into Brokerplex will be directed first to the NYSE [Chicago]Texas Marketplace for execution and then, if they cannot be executed in the NYSE [Chicago]Texas Marketplace, sent to another destination according to the IBR's instructions.

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ARTICLE 22 Listed Securities

Listed Securities

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Rule 2. Admittance to Listing

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• • • *Interpretations and Policies:*

.01 Instructions for the Preparation of an Original Listing Application DOCUMENTS NEEDED

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INFORMATION

The Exchange recommends that the eligibility of an issue for listing be discussed on an informal basis with the Listing Department prior to the preparation of a formal application. Any such discussion will be confidential and without obligation. Questions and requests for additional information and forms should be directed to the Listing Department, NYSE [Chicago]Texas, [440 S. LaSalle Street, Chicago, IL 60605]11 Wall Street, New York NY 10005.

.02 Supplemental Listing Requirements

One copy of this application should be accompanied by the following

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(g) Check payable to the NYSE [Chicago]Texas, Inc. covering the supplemental listing fee: \$.005 per share for all additional shares listed. The minimum fee per application shall be \$250

with a maximum fee per application of \$7,500. The aggregate supplemental listing fees during any twelve month period shall not exceed \$15,000.

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Additions underlined.
Deletions [bracketed].

FEE SCHEDULE OF NYSE [CHICAGO]TEXAS, INC.

Updated through [January 2]0, 2025

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Additions underlined.
Deletions [bracketed].

**New York Stock Exchange LLC
NYSE American LLC
NYSE Arca, Inc.
[NYSE Chicago, Inc.]
NYSE National, Inc.
NYSE Texas, Inc.**

Connectivity Fee Schedule

Last Updated: [November 29, 2024]●, 2025

General Note

A market participant that incurs fees from the New York Stock Exchange LLC, NYSE American LLC, NYSE Arca, Inc., [NYSE Chicago, Inc. or] NYSE National, Inc. or NYSE Texas Inc. (collectively, the “Affiliate SROs”) for a particular service pursuant to this Fee Schedule shall not be subject to fees for the same service charged by the other Affiliate SROs.

A. Co-Location Fees

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Colocation Notes

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3. When a User purchases a service that includes access to the LCN or IP network, it receives the ability to access the trading and execution systems of the NYSE, NYSE American, NYSE Arca, [NYSE Chicago, and] NYSE National, and NYSE Texas (together, the Exchange Systems) as well as of Global OTC (the Global OTC System), subject, in each case, to authorization by the NYSE, NYSE American, NYSE Arca, [NYSE Chicago,] NYSE National, NYSE Texas, or Global OTC, as applicable. Such access includes access to the customer gateways that provide for order entry, order receipt (i.e. confirmation that an order has been received), receipt of drop copies and trade reporting (i.e. whether a trade is executed or cancelled), as well as for sending information to shared data services for clearing and settlement. A User can change the access it receives at any time, subject to authorization by NYSE, NYSE American, NYSE Arca, [NYSE Chicago,] NYSE National, NYSE Texas or Global OTC. NYSE, NYSE American, NYSE Arca, [NYSE Chicago and] NYSE National and NYSE Texas also offer access to Exchange Systems to their members, such that a User does not have to purchase access to the LCN or IP network to obtain access to Exchange Systems. Global OTC offers access to the Global OTC System to its subscribers, such that a User does not have to purchase access to the LCN or IP network to obtain access to the Global OTC System.

4. * * * * *

The Included Data Products are as follows:

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[NYSE Chicago NYSE Chicago Aggregated Lite NYSE Chicago BBO NYSE Chicago Integrated Feed NYSE Chicago Trades]
NYSE National NYSE National Aggregated Lite NYSE National BBO NYSE National Integrated Feed NYSE National Trades
<u>NYSE Texas</u> <u>NYSE Texas Aggregated Lite</u> <u>NYSE Texas BBO</u> <u>NYSE Texas Integrated Feed</u> <u>NYSE Texas Trades</u>

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Additions underlined.
Deletions [bracketed].

NYSE Proprietary Market Data Fees

As of [February 3]●, 2025, unless otherwise noted

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3 To subscribe to NYSE Pillar Depth, subscribers must also separately pay applicable fees for NYSE Aggregated Lite, NYSE Arca Aggregated Lite, NYSE American Aggregated Lite, NYSE National Aggregated Lite, and NYSE [Chicago]Texas Aggregated Lite as may be amended from time to time.

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For the fees for NYSE [Chicago]Texas Aggregated Lite, see the NYSE [Chicago]Texas Proprietary Market Data Fees schedule.

4 [no change]

5 To subscribe to NYSE BQT, subscribers must also separately pay applicable fees for, NYSE BBO, NYSE Trades, NYSE Arca BBO, NYSE Arca Trades, NYSE American BBO, NYSE American Trades, NYSE National BBO, NYSE National Trades, NYSE [Chicago]Texas BBO and NYSE [Chicago]Texas Trades as may be amended from time to time.

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For the fees for NYSE [Chicago]Texas BBO and NYSE [Chicago]Texas Trades, see the NYSE [Chicago]Texas Proprietary Market Data Fees schedule.

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