

Additions underscored
Deletions [bracketed]

NYSE MKT Rules

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Rule 341. Approval of Registered Employees and Officers

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• • • *Commentary* -----

.01 Natural Persons Required to be Registered or Approved.[—]

(a) Although the employment of each employee of a member or member organization is subject to disapproval by the Exchange, only (i) registered representatives, (ii) securities lending representatives, (iii) Proprietary Trader or (iv) a direct supervisor of (i), (ii) or (iii) above (see definitions 6,7 and 8, General and Floor Rules), must be registered and approved. Note that a natural person who performs the duties normally performed by a (i) registered representative, (ii) securities lending representative or (iii) Proprietary Trader is also subject to this Rule, notwithstanding such natural person's assertion of "independent contractor" status. (See Rule 341B). The requirements for persons seeking Exchange approval as members, partners, approved persons and subordinated lenders are set forth in Rules 300, 301, 310, 311, 312, 317, 318, 353, 354, 355, 356 and 470. Such persons must file forms prescribed by the Exchange.

(b) A "securities lending representative" is defined as any person who has discretion to commit a member or member organization with which he is associated, as an employee or otherwise, to any contract or agreement (written or oral) involving securities lending or borrowing activities with any other person.

(c) A "Proprietary Trader" is defined as any person engaged in the purchase or sale of securities or other similar instruments for the account of a member or member organization with which he is associated, as an employee or otherwise, and who does not transact any business with the public. A Proprietary Trader must be registered as such on Web CRD and pass an appropriate qualification examination as prescribed by the Exchange. The term "Proprietary Trader" does not include a person who is required to be registered as Market Maker in accordance with Rule 921NY or a Market Maker Authorized Trader in accordance with in Rule 921.1NY.

(d) A supervisor of registered representatives may satisfy its registration requirements under this Commentary .01 by registering and qualifying as a General Securities Principal by passing (a) the General Securities Registered Representative Examination - Series 7 and (b) the General Securities Principal Qualification Examination - Series 24.

(e) A supervisor of a Proprietary Trader may satisfy its registration requirements under this Commentary .01 by registering and qualifying as a Proprietary Trader Principal in Web CRD if (a) such supervisor's supervisory responsibilities are limited solely to supervising Proprietary Traders; (b) such supervisor is qualified to be so registered by passing the General Securities Principal Qualification Examination - Series 24; and (c) such supervisor is registered pursuant to Exchange Rules as a Proprietary Trader. Such a supervisor shall not be qualified to function in a Principal or supervisory capacity with responsibility over any area of business other than that involving proprietary trading.

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