

**Exhibit D**

17. **Attach as Exhibit D a copy of documents relating to the governance arrangements of the applicant, including, but not limited to, the nomination and selection process of the members on the applicant's board of directors, a person or group performing a function similar to a board of directors (collectively, "board"), or any committee that has the authority to act on behalf of the board; the responsibilities of the board and each such committee; the composition of the board and each such committee; and the applicant's policies and procedures reasonably designed to ensure that the applicant's senior management and each member of the board or such committee possess requisite skills and expertise to fulfill their responsibilities in the management and governance of the applicant, to have a clear understanding of their responsibilities, and to exercise sound judgment about the applicant's affairs.**

**Response:**

See following attachments relating to the governance arrangements of DDR. These documents show the inclusion of SEC, where applicable, redlined. The changes will be made when the Board has approved them following approval of the registration.

**DDR Board and Board Committee Nomination & Selection Process**

For the nomination and selection process of the members of DDR's Board of Directors ("Board") and Board Committees, please see *Exhibit D1, DTCC Deriv/SERV LLC Nominating Committee Charter*.

As a New York registered member managed limited liability company, the number of Directors on the Board of Directors of DDR shall be determined by its sole member, DTCC Deriv/SERV LLC.

**DDR Board and Committee Responsibilities & Composition**

For Board and Board Committee responsibilities and composition please see the following documents:

*Exhibit D2, DDR Mission Statement and Board Charter;*

*Exhibit D3, DDR Principles of Governance;*

*Exhibit D4, DDR Board Code of Ethics;*

*Exhibit D5, DDR Audit Committee Charter;*

*Exhibit D6, DDR Disclosure Document; and*

*Exhibit D7, DDR Compensation Committee Charter.*

**DDR Board and Management - Skills and Expertise**

For information regarding the policies and procedures to ensure Board and Board Committee member skills and expertise, please see *Exhibit D3, DDR Principles of Governance.*