

EXHIBIT 3K



BSTX Market Company Corporate Governance Affirmation

Company Name: _____

Symbol: _____

Type of Affirmation: Initial¹ Annual

Notice of Non-compliance: Yes²

No Part I.

INSTRUCTIONS: Please provide BOX Exchange LLC with the following information for each director currently serving, or who will be serving as of the day of listing on the BSTX Market, on the Company’s board of directors. Please indicate with a “√” whether a director serves on the Company’s audit committee, compensation committee or nominating committee. Please include an asterisk (*) next to the name of each director that has been deemed independent for purposes of Rule 10A-3 (“Rule 10A-3”) of the Securities Exchange Act of 1934 (the “Exchange Act”) and service on the Company’s audit committee.

	<u>Director Name</u>	<u>Board Class</u>	<u>Term Ends</u>	<u>Rule 26803A Ind. (Y/N)</u>	<u>AC</u> ³	<u>CC</u> ⁴	<u>NC</u> ⁵
<u>1</u>							
<u>2</u>							
<u>3</u>							
<u>4</u>							
<u>5</u>							
<u>6</u>							
<u>7</u>							
<u>8</u>							
<u>9</u>							
<u>10</u>							
<u>11</u>							
<u>12</u>							

¹ Companies that are submitting an Initial Affirmation must be compliant in all areas, subject to applicable transition period
² If this document is serving as a non-compliance notification to the Exchange it must be executed by the Company’s CEO.
³ Serves on the Audit Committee
⁴ Serves on the Compensation Committee
⁵ Serves on the Nominating/Corporate Governance Committee

EXHIBIT 3KPart II.

INSTRUCTIONS: Please check only one box that best describes the Company:

- Lists equity Securities on the BSTX Market and does not fit any of the other categories listed below
- Qualifies as a controlled company
- Is a limited partnership
- Is in bankruptcy
- Is a smaller reporting company

Part III.

INSTRUCTIONS: Companies listed on the BSTX Market must comply with the corporate governance requirements set forth in the Rule 26800 Series of the Exchange's Rulebook. In response to each item below, please check the box beside the single affirmation that is most applicable to the Company. Please note that, depending on the affirmation made, an item may require the Company to provide additional information or a link to the applicable document referenced therein. Please also note that specific types of entities may avail themselves of exemptions to, or transition periods for, compliance with certain of the requirements. If the Company is availing itself of any of these exemptions or transition periods, it should select the corresponding affirmation for the applicable item.

1. Director Independence: Rule 26802(a) and Rule 26803A

- I hereby certify that the Company's board of directors is comprised of a majority of independent directors as required by Rule 26802(a) and defined in Rule 26803A.
- For smaller reporting companies only:** I hereby certify that the Company qualifies as a smaller reporting company under Rule 12b-2 of the Exchange Act and its board of directors is comprised of at least 50% independent directors as required by Rule 26802(a) and defined in Rule 26803A.
- For companies relying on the transition period provided for in Rule 26809:** I hereby certify that the Company is entitled to rely, and is relying, on the one year transition period provided for in Rule 26809. I further hereby certify that the Company's board of directors will be comprised of a majority of independent directors as required by Rule 26802(a) and defined in Rule 26803A (or 50% independent in the case of a smaller reporting company as required by Rule 26801(h)) by the end of the one year transition period.
- For limited partnerships, controlled companies, and companies that are in bankruptcy only:** I hereby certify that the Company is exempt from this requirement.
- The Company is unable to make one of the affirmations set forth in this Item 1 and is therefore non-compliant for the following reason: _____

EXHIBIT 3K2. Board of Directors Meetings / Executive Sessions: Rule 26802(c)

- I hereby certify that the Company's Board of Directors meets (or will meet, in the case of an Initial Affirmation) on at least a quarterly basis. I further hereby certify that the independent directors have, or will have (in the case of an Initial Affirmation), regularly scheduled meetings as often as necessary to fulfill their responsibilities, including at least annually in executive session without the presence of non-independent directors and management as required by Rule 26802(c).
- The Company is unable to make one of the affirmations set forth in this Item 2 and is therefore non-compliant for the following reason: _____
- _____
- _____

3. Nominating Committee: Rule 26804

- I hereby certify that board of director nominations are selected, or recommended for the board's selection, by either a nominating committee comprised solely of independent directors or by a majority of the independent directors in conformity with Rule 26804(a) and that the Company has adopted a formal written charter or board resolution, as applicable, addressing the nominations process and such related matters as may be required under the federal securities laws.
- For companies relying on the transition period provided for in Rule 26809:** I hereby certify that the Company is entitled to rely, and is relying, on the transition period provided for in Rule 26809 and that the Company will be in full compliance at the end of the transition period. I further hereby certify that the Company's nominating committee (or board of directors) has a written charter or board resolution that meets the requirements of Rule 26804.
- For companies relying on the exception provided for in Rule 26804(b):** I hereby certify that board of director nominations are selected, or recommended for the board's selection, by either a nominating committee comprised solely of independent directors or by a majority of the independent directors in conformity with Rule 26804(a) and that the Company has adopted a formal written charter or board resolution, as applicable, addressing the nominations process and such related matters as may be required under the federal securities laws. I further hereby certify that the Company is entitled to rely, and is relying, on the exception provided for in Rule 26804(b) and the board has made, or will make, the requisite disclosures of its reliance on the exception provided for in Rule 26804(b).
- For limited partnerships, controlled companies, and companies that are in bankruptcy only:** I hereby certify that the Company is exempt from this requirement.
- The Company is unable to make one of the affirmations set forth in this Item 3 and is therefore non-compliant for the following reason: _____
- _____
- _____
- _____

EXHIBIT 3K4. Compensation Committee: Rule 26805

- I hereby certify that the compensation of the Company's officers is determined, or recommended to the board for determination, either by a compensation committee comprised of independent directors or by a majority of the independent directors on its board of directors in conformity with Rule 26805(a). I further hereby certify that the board has affirmatively determined that *all* of the members of the compensation committee or, in the case of a company that does not have a compensation committee, *all* of the independent directors, are independent under Rule 26805(c)(1).
- For smaller reporting companies only:** I hereby certify that the compensation of the Company's officers is determined, or recommended to the board for determination, either by a compensation committee comprised of independent directors or by a majority of the independent directors on its board of directors in conformity with Rule 26805(a). I further hereby certify that the Company qualifies as a smaller reporting company under Rule 12b-2 of the Exchange Act and is therefore exempt from compliance with the independence requirements set forth in Rules 26805(c)(1) and 26805(c)(4).
- For smaller reporting companies relying on the exception provided for in Rule 26805(b):** I hereby certify that the compensation of the Company's officers is determined, or recommended to the board for determination, either by a compensation committee comprised of independent directors or by a majority of the independent directors on its board of directors in conformity with Rule 26805(a), subject to the exception provided for in Rule 26805(b). I further hereby certify that the Company is entitled to rely, and is relying, on the exception provided for in Rule 26805(b) and that the board has made, or will make, the requisite disclosures of its reliance on the exception provided for in Rule 26805(b).
- For companies relying on the transition period provided for in Rule 26809:** I hereby certify that the Company is entitled to rely, and is relying, on the transition period provided for in Rule 26809 and that the Company will be in full compliance at the end of the transition period.
- For limited partnerships, controlled companies, and companies that are in bankruptcy only:** I hereby certify that the Company is exempt from this requirement.
- The Company is unable to make one of the affirmations set forth in this Item 4 and is therefore non-compliant for the following reason: _____

5. Audit Committee: Rule 26803B

- I hereby certify that (i) the Company has an audit committee of at least three members, each of whom satisfies the independence standards specified in Rule 26803A and Rule 10A-3 of the Exchange Act (or is exempt therefrom) in conformity with Rule 26803B and (ii) such audit committee has a written charter that meets the requirements of Rule 26803B(1). I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is "financially sophisticated" as described in Rule 26803B(2)(iii), (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.
- For smaller reporting companies only:** I hereby certify that (i) the Company has an audit committee of at least two members, each of whom satisfies the independence standards specified in Rule 26803A and Rule 10A-3 of the Exchange Act (or is exempt therefrom) in conformity with Rule 26803 and (ii) such audit committee has a written charter that meets the requirements of Rule 26803B(1). I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is "financially sophisticated" as described in Rule 26803B(2)(iii), (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.

EXHIBIT 3K

For companies that are relying on the exception provided for in Rule 26803B(2)(b) (not available to those that are smaller reporting companies): I hereby certify that the Company has an audit committee of at least three members, each of whom satisfies the independence standards specified in Rule 26803A and Rule 10A-3 of the Exchange Act (or is exempt from) in conformity with Rule 26803B, subject to the exception provided for in Rule 26803B(2)(b). The Company’s audit committee has a written charter that meets the requirements of Rule 26803B(1). The board has made, or will make, the requisite disclosures of its reliance on the exception provided for in Rule 26803B(2)(b). I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is “financially sophisticated” as described in Rule 26803B(2)(iii), (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.

For companies relying on the transition period provided for in Rule 26809: I hereby certify that the Company is entitled to rely, and is relying, on the transition period provided for in Rule 26809 and that the Company will be in full compliance by the end of the transition period. I further hereby certify that the audit committee has a written charter that meets the requirements of Rule 26803B(1). I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is “financially sophisticated” as described in Rule 26803B(2)(iii), (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.

The Company is unable to make one of the affirmations set forth in this Item 5 and is therefore non-compliant for the following reason: _____

6. For those companies relying on an individual or company exemption from the independence requirements of Rule 10A-3(b)(1) in Item 5, above, please identify and briefly describe the basis for such exemption below. If not relying on any such exemption, please indicate “N/A” below.

7. Code of Conduct and Ethics: Rule 26807

I hereby certify that the Company has adopted a code of conduct and ethics that complies with Rule 26807.

The Company is unable to make one of the affirmations set forth in this Item 7 and is therefore non-compliant for the following reason: _____

8. Other Non-Compliance: The Rule 26800 Series

Apart from any non-compliance specific to the preceding sections, the Company is non-compliant with the Rule 26800 Series for the following reason: _____

EXHIBIT 3K

I am an authorized officer at the Company and have the legal authority to provide the information and make the affirmations contained herein. I hereby certify that all information contained herein is true and correct to the best of my knowledge as of the date hereof.

Name: _____
Title: _____
Date submitted: _____
Telephone number: _____
E-mail address: _____
Signature: /s/ _____

Note: The Company's Chief Executive Officer is required to separately complete and submit the Annual CEO Certification which is not applicable at time of initial listing.