



Application for Assignment as a Supplemental Registered Options Trader

GENERAL INFORMATION

Pursuant to the NYSE Alternext U.S., LLC (“Alternext” or the “Exchange”) Rule 993 - ANTE, the following constitutes the application for assignment by the Committee for Appointment and Approval of Supplemental Registered Options Traders (the “Committee”), in options as a Supplemental Registered Options Trader (“SROT”) as defined in Rule 993 - ANTE (a)(ii).

Alternext Rule 993 - ANTE (attached to this application) indicates that, in addition to other criteria defined in the rule, an SROT applicant must demonstrate to the Committee that it has:

- 1) adequacy of resources including capital, technology and personnel;
- 2) history of stability, superior electronic capacity, and superior operational capacity;
- 3) level of market-making and/or specialist experience in a broad array of securities;
- 4) ability to interact with order flow in all types of markets;
- 5) existence of order flow commitments;
- 6) willingness to accept assignment as an SROT in at least 300 - 400 options; and
- 7) willingness and ability to make competitive markets on the Exchange and otherwise promote the Exchange in a manner that is likely to enhance the ability of the Exchange to compete successfully for order flow in the options it trades.

Please complete Section A of this application and include the requested documents. You are welcome and invited to submit additional materials for consideration by the Committee in making its determinations.

Questions concerning this application should be directed to John Cunningham at (212) 306-1419 or via email @ John.Cunningham@amex.com

Completed applications with attached materials should be forwarded to:

Membership & Registration Department
Attn: Mr. John Cunningham, Managing Director
NYSE Alternext U.S., LLC
86 Trinity Place - 12th Floor
New York, New York 10006

Contact Information:

Membership Application – John Cunningham, (212) 306-1419
Technology Issues – David Silverio, (212) 306-2254
General SROT Questions – Keith Landsberg, (212) 306-1995

Application for Assignment as a Supplemental Registered Options Trader

SECTION A (To be completed by applicant)

Firm Name: _____

Firm Representative: _____

Telephone Number: (_____) _____ - _____

List Current Exchange Memberships

_____	_____
_____	_____
_____	_____

Please describe your market making and/or specialist experience, including the types of securities traded.

Please describe any quoting or market making technology (proprietary or vendor) to be utilized and operational capacity (attach additional documentation as needed):

Please describe the existence of order flow commitments and current or future order flow attainment plans (attach additional documentation as needed):

Please attach to this application a list of proposed options allocations that are being sought. Please note that the Exchange shall determine the number and type of option classes to be assigned.

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Please indicate willingness to accept allocations as an SROT in at least 300-400 options. If unable to accept allocations as described above, please indicate reasons as to why and explain the firm's marketing objectives (please attach any supplementary business plan)

Please note that, if applicable, all SROT applicant firms will be required to comply with Rule 993 – ANTE (d) regarding affiliation limitations as set forth below.

- (i) No SROT shall be assigned to an options class where the SROT has a direct or indirect affiliate who is an Alternext specialist, ROT or SROT in such option class.
- (ii) No person who is either directly or indirectly affiliated with an SROT shall submit quotations as an SROT, ROT, or Alternext specialist in options in which the affiliate SROT is assigned.
- (iii) SROTs shall maintain information barriers that are reasonably designed to prevent the misuse of material, non-public information with any affiliates that may conduct a brokerage business in option classes assigned to an SROT or that may act as a specialist or market maker in any security underlying options assigned to an SROT, and otherwise comply with Rule 193 regarding the misuse of material non-public information.

Furthermore, if applicable, SROT applicants will be required to submit adequate procedures to enable the Alternext to determine that the appropriate barriers and restrictions are in place.

You may attach any additional documents to this application. If you have attached further documents to this application, please describe here.

[Firm]: _____ acknowledges that only a maximum of six (6) SROTs will be approved initially. [Firm]: _____ further acknowledges that satisfaction of the requirements set forth in Rule 993-ANTE does not guarantee selection. Determinations regarding granting or withdrawing approval to act as an SROT shall be made by a Committee designated by the Board of Governors and any such decisions shall solely be in the discretion of the Committee.

SIGNATURE

Firm Representative (please print)

Title

Signature of Representative

Date

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SECTION B (To be completed by Alternext Membership Department)

Is the applicant firm an Alternext member organization and have qualifying ROTs?
Attach all necessary documentation

Section C (to be completed by Technology)

Pursuant to Alternext Rule 993 - ANTE (a)(iv), I hereby certify that the applicant has sufficient technological ability to support the firm's continuous quoting requirements as set forth in Rule 993 - ANTE (c)(ii), and the SROT applicant has successfully completed, or is scheduled to complete, testing of its quoting system with the Exchange.

Date the testing was completed or is scheduled

Name (please print)

Title (Officer only)

Signature

Date

ATTACHMENT I

993 - ANTE

Supplemental Registered Options Traders

(a) SROT - Approval

- (i) A member organization requesting approval to act as an SROT shall file an application with the Exchange.
- (ii) A maximum of six (6) SROTs shall initially be chosen based upon the following criteria:
 - a. adequacy of resources including capital, technology and personnel;
 - b. history of stability, superior electronic capacity, and superior operational capacity;
 - c. level of market-making and/or specialist experience in a broad array of securities;
 - d. ability to interact with order flow in all types of markets;
 - e. existence of order flow commitments;
 - f. willingness to accept assignment as an SROT in at least 300 - 400 options; and
 - g. willingness and ability to make competitive markets on the Exchange and otherwise promote the Exchange in a manner that is likely to enhance the ability of the Exchange to compete successfully for order flow in the options it trades.
- (iii) Determinations regarding granting or withdrawing approval to act as an SROT shall be made by a committee designated by the Board of Governors which shall include representatives from the Options Market Maker Association and the Options Specialist Association (the "Committee").
- (iv) No SROT application shall be approved by the Committee without written certification signed by an officer of the Exchange's Technology department indicating that an SROT applicant has sufficient technological ability to support the continuous quoting requirement set forth in Rules 993 - ANTE (c) and 958 - ANTE(c), and the SROT applicant has successfully completed, or is scheduled to complete, testing of its quoting system with the Exchange.
- (v) The Committee then approves the applicant or, if it decides not to approve the applicant, notifies the applicant of its disapproval and that the applicant is entitled to a hearing under Article IV, Section 1(g) of the Constitution and Rule 40.
- (vi) The Committee may defer approval of an applicant that satisfies the technological readiness and testing requirements described in sub-paragraph (a)(iv) above based on system constraints, capacity restrictions or other factors relevant to the maintenance of a fair and orderly market, for a period to be determined in the Committee's discretion, pending any action required to address the issue of concern to the Committee. The Committee may not defer a determination of the approval of the application of an SROT applicant unless the basis for such deferral has been objectively determined by the Committee, subject to Securities and Exchange Commission approval or effectiveness pursuant to a rule change filing under Section 19(b) of the Securities Exchange Act of 1934, as amended. The Committee shall provide written notification to any SROT applicant whose application is the subject of such deferral, describing the objective basis for such deferral.

- (vii) If an SROT seeks to withdraw from acting as such, it should so notify the Committee at least ten business days prior to the desired effective date of such withdrawal.
- (viii) The Exchange may suspend or terminate any appointment of an SROT in one or more classes under this Rule whenever, in the Exchange's judgment, the interests of a fair and orderly market are best served by such action. An SROT may seek review of any action taken by the Exchange pursuant to this subparagraph in accordance with Article IV, Section 1(g) of the Constitution and Rule 40.

(b) Assignment of Option Classes

- (i) The Exchange shall determine the number and type of option classes assigned to an SROT.
- (ii) The Exchange shall assign a minimum of 300 option classes per SROT.

(c) Obligations of SROTs

In addition to obligations set forth in other Exchange Rules:

- (i) SROTs shall be required to purchase or lease one seat for every thirty (30) options classes quoted.
- (ii) SROTs must provide continuous two-sided quotations in accordance with Rule 958 - ANTE (c) in at least 60% of the series of their assigned classes.

(d) Affiliation Limitations

- (i) No SROT shall be assigned to an options class where the SROT has a direct or indirect affiliate who is a specialist, ROT or SROT in such option class.
- (ii) No person who is either directly or indirectly affiliated with an SROT shall submit quotations as an SROT, ROT, or specialist in options in which the affiliate SROT is assigned.
- (iii) SROTs shall maintain information barriers that are reasonably designed to prevent the misuse of material, non-public information with any affiliates that may conduct a brokerage business in option classes assigned to an SROT or that may act as a specialist or market maker in any security underlying options assigned to an SROT, and otherwise comply with Rule 193 regarding the misuse of material non-public information.