



## Service Bureau Agreement

1. This Service Bureau Agreement (this "Agreement") is entered into by and among The NASDAQ OMX Group, Inc. (collectively, with its affiliates and subsidiaries, "NASDAQ OMX"), each of the U.S. exchange subsidiaries of The NASDAQ OMX Group, Inc. to which Member's Service Bureau routes orders, the Member of the NASDAQ OMX U.S. Exchange(s) designated below ("Member"), and the Member's Service Bureau ("Service Bureau") that routes orders to NASDAQ OMX U.S. exchange(s) on behalf of the Member.
2. This Agreement authorizes the Service Bureau to enter, cancel and execute orders on behalf of the Member on each of the NASDAQ OMX U.S. exchanges designated below on behalf of the Member.
3. By executing this Agreement, the undersigned Member agrees to accept and honor all trades submitted to the NASDAQ OMX U.S. exchanges designated below by the Service Bureau on behalf of the Member while this Agreement is in force.
4. The Member understands and agrees that it is its sole responsibility to immediately notify NASDAQ OMX in the event Member wishes to terminate this Agreement. Any party may terminate this Agreement upon twenty-four (24) hours written notice. Termination will be effective as soon as reasonably practicable after notification, but no later than the next business day following notification.
5. By executing this Agreement, the Service Bureau represents that its software is fully compliant with the current version of their preferred [NASDAQ OMX connectivity option](#).
6. The Service Bureau represents and warrants that it shall only enter orders on a NASDAQ OMX U.S. exchange on behalf of a Member with which it has executed this Agreement.
7. This Agreement is for the term of one year from the date of execution and is automatically renewed on an annual basis unless terminated by any party pursuant to Section 4 above.
8. This Agreement shall be governed by the laws of the State of New York without regard to its choice of law provisions. All parties consent to the jurisdiction of the state and federal courts located in the city of New York, Borough of Manhattan. In witness whereof, the parties have executed this service bureau agreement effective as of the date first set forth below.

Member is a Member of the following NASDAQ OMX U.S. exchange(s):

- |   |   |
|---|---|
| <input type="checkbox"/> The NASDAQ Stock Market (NASDAQ) | <input type="checkbox"/> Philadelphia Stock Exchange (PHLX) |
| <input type="checkbox"/> NASDAQ OMX BX (BX)               | <input type="checkbox"/> NASDAQ Options Market (NOM)        |
| <input type="checkbox"/> NASDAQ OMX PSX (PSX)             |   |

**Service Bureau**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name (Print)

\_\_\_\_\_  
Title (Must be officer of Service Bureau)

\_\_\_\_\_  
Name of Service Bureau

\_\_\_\_\_  
Date

**Member**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name (Print)

\_\_\_\_\_  
Title (Must be officer of Service Bureau)

\_\_\_\_\_  
Name of Member

\_\_\_\_\_  
Date

\_\_\_\_\_  
MPID of Member

**The NASDAQ OMX Group, Inc.**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name (Print)

\_\_\_\_\_  
Title

\_\_\_\_\_  
Name of Service Bureau

\_\_\_\_\_  
Date