

Required fields are shown with yellow backgrounds and asterisks.

Page 1 of * 136	SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 Form 19b-4		File No.* SR - 2017 - * 09	Amendment No. (req. for Amendments *)
Filing by Investors' Exchange LLC Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934				
Initial * <input checked="" type="checkbox"/>	Amendment * <input type="checkbox"/>	Withdrawal <input type="checkbox"/>	Section 19(b)(2) * <input type="checkbox"/>	Section 19(b)(3)(A) * <input checked="" type="checkbox"/>
			Section 19(b)(3)(B) * <input type="checkbox"/>	
			Rule	
Pilot <input type="checkbox"/>	Extension of Time Period for Commission Action * <input type="checkbox"/>	Date Expires * <input type="text"/>	<input type="checkbox"/> 19b-4(f)(1)	<input type="checkbox"/> 19b-4(f)(4)
			<input type="checkbox"/> 19b-4(f)(2)	<input type="checkbox"/> 19b-4(f)(5)
			<input type="checkbox"/> 19b-4(f)(3)	<input checked="" type="checkbox"/> 19b-4(f)(6)
Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010			Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934	
Section 806(e)(1) * <input type="checkbox"/>		Section 806(e)(2) * <input type="checkbox"/>	Section 3C(b)(2) * <input type="checkbox"/>	
Exhibit 2 Sent As Paper Document <input type="checkbox"/>	Exhibit 3 Sent As Paper Document <input type="checkbox"/>			
Description				
Provide a brief description of the action (limit 250 characters, required when Initial is checked *).				
Proposed rule change to specify the required forms of listing application, listing agreement and other documentation that listed companies must execute or complete (as applicable) as a prerequisite for listing on the Exchange.				
Contact Information				
Provide the name, telephone number, and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the action.				
First Name *	Claudia	Last Name *	Crowley	
Title *	Chief Regulatory Officer			
E-mail *	claudia.crowley@iextrading.com			
Telephone *	(646) 343-2041	Fax	<input type="text"/>	
Signature				
Pursuant to the requirements of the Securities Exchange Act of 1934,				
has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.				
(Title *)				
Date	04/03/2017	Chief Regulatory Officer		
By	Claudia Crowley	<input type="text"/>		
(Name *)				
NOTE: Clicking the button at right will digitally sign and lock this form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.				
		claudia.crowley@iextrading.com		

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFF website.

Form 19b-4 Information *

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The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.

Exhibit 1 - Notice of Proposed Rule Change *

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The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 1A- Notice of Proposed Rule Change, Security-Based Swap Submission, or Advance Notice by Clearing Agencies *

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The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change, security-based swap submission, or advance notice being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications

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Exhibit Sent As Paper Document

Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.

Exhibit 3 - Form, Report, or Questionnaire

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Exhibit Sent As Paper Document

Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.

Exhibit 4 - Marked Copies

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The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.

Exhibit 5 - Proposed Rule Text

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The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change.

Partial Amendment

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If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

1. Text of Proposed Rule Change

(a) Pursuant to the provisions of Section 19(b)(1) under the Securities Exchange Act of 1934 (“Act”),¹ and Rule 19b-4 thereunder,² Investors Exchange LLC (“IEX” or “Exchange”) is filing with the Securities and Exchange Commission (“Commission”) a proposed rule change to specify the required forms of listing application, listing agreement and other documentation that listed companies must execute or complete (as applicable) as a prerequisite for listing on the Exchange. The Exchange has designated this proposal as non-controversial and provided the Commission with the notice required by Rule 19b-4(f)(6)(iii) under the Act.³

A notice of the proposed rule change for publication in the Federal Register is attached hereto as Exhibit 1. The proposed forms of listing application, listing agreement and other documentation that listed companies must execute or complete (as applicable) as a prerequisite for listing on the Exchange are attached as Exhibit 3.

(b) The Exchange does not believe that the proposed rule change will have any direct effect, or any significant indirect effect, on any other Exchange rule in effect at the time of this filing.

(c) Not applicable.

2. Procedures of the Self-Regulatory Organization

Senior management has approved the proposed rule change pursuant to authority delegated to it by the Board of the Exchange. No further action is required under the

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ 17 CFR 240.19b-4(f)(6)(iii).

Exchange's governing documents. Therefore, the Exchange's internal procedures with respect to the proposed rule change are complete.

The persons on the Exchange staff prepared to respond to questions and comments on the proposed rule change are:

Claudia Crowley
Chief Regulatory Officer
Investors Exchange LLC
646-343-2041

Sophia Lee
General Counsel
Investors Exchange LLC
646-343-2040

3. Self-Regulatory Organization's Statement on the Purpose of, and Statutory Basis for, the Proposed Rule Change

a. Purpose

On June 17, 2016 the Commission granted IEX's application for registration as a national securities exchange under Section 6 of the Act including approval of rules applicable to the qualification, listing and delisting of companies on the Exchange.⁴ The Exchange plans to begin a listing program in 2017 and is proposing to adopt listing applications and forms applicable to companies applying for listing or listed on the Exchange in this proposed rule change. As proposed, the listing forms are substantially similar to those currently in use by the Nasdaq Stock Exchange LLC ("Nasdaq"), with certain differences as described herein.⁵

⁴ See Securities Exchange Act Release No. 34-78101 (June 17, 2016), 81 FR 41141 (June 23, 2016) (File No. 10-222).

⁵ Nasdaq's listing applications and forms are available at:

https://listingcenter.nasdaq.com/Forms_Preview.aspx. In connection with IEX's Form 1 application for registration as a national securities exchange, the Commission approved rules applicable to the qualification, listing and delisting of companies on IEX. See Securities Exchange Act Release No. 78101 (June 17, 2016), 81 FR 41141 (June 23, 2016) (File No. 10-222). These IEX rules are modelled on Nasdaq's rules applicable to the qualification, listing and delisting of companies on Nasdaq.

The Exchange proposes to specify the required forms of listing application, listing agreement and other documentation that listing applicants and listed companies must execute or complete (as applicable) as a prerequisite for initial and ongoing listing on the Exchange, as applicable (collectively, “listing documentation”). All listing documentation will be available on the Exchange’s website (www.iextrading.com). In the event that in the future the Exchange makes any substantive changes (including changes to the rights, duties, or obligations of a listed company or listing applicant or the Exchange, or that would otherwise require a rule filing) to such documents, it will submit a rule filing in accordance with Rule 19b-4.⁶

The following is a description of the listing documentation.⁷

IEX Listing Application

Pursuant to IEX Rule 14.202, after receiving a listing clearance letter pursuant to IEX Rule 14.201,⁸ a company must file and execute an original listing application to apply for listing on IEX. The Listing Application provides information necessary, and in accordance with Section 12(b) of the Act, for IEX regulatory staff to conduct a due diligence review of a company to determine if it qualifies for listing on the Exchange.

⁶ The Exchange will not submit a rule filing if the changes made to a document are solely typographical or stylistic in nature.

⁷ For each form a duly authorized representative of the company must sign an affirmation that the information provided is true and correct as of the date the form was signed and that the company will promptly notify IEX of any material changes.

⁸ Pursuant to IEX Rule 14.201 a company seeking the initial listing of one or more classes of securities on the Exchange must participate in a free confidential pre-application eligibility review by the Exchange in order to determine whether it meets the Exchange’s listing criteria. If, upon completion of this review, the Exchange determines that a company is eligible for listing, the Exchange will provide a clearance letter to the company notifying the company that it has been cleared to submit an original listing application pursuant to IEX Rule 14.202. A clearance letter is valid for nine months from its date of issuance.

Relevant factors regarding the company and securities to be listed will determine the type of information required.⁹ Accordingly, different types of listing applications and information would be required to be submitted, as described below:

1. Initial Public Offering (“IPO”) or Distribution Spin-off
This form of listing application would be used by a company listing in conjunction with an IPO,¹⁰ spin-off or other distribution transaction.¹¹
2. Transfer from a National Securities Exchange
This form of listing application would be used by a company that is currently listed on another national securities exchange¹² to transfer its listing to the Exchange.
3. Transfer from a Market that is not a National Securities Exchange
This form of listing application would be used by a company that is currently a publicly traded in the United States on a market that is not a national securities exchange.
4. Listing of a New Class of Securities by a Listed Company
This form of listing application would be used by a company that is currently listed and seeking to list a new class of securities on the Exchange.
5. Listing following a Change of Control Between a Listed Company and an Unlisted Company
This form of application would be used by a company listing in conjunction with a business transaction that results in a change of control (e.g., merger or acquisition).

⁹ See the table on page 10 infra which specifies the categories of information required for each application type.

¹⁰ A company shall be considered to be listing in conjunction with an initial public offering if immediately prior to the effective date of a registration covering securities to be listed, the company was not required to file reports with the Commission pursuant to Section 13(a) or 15(d) of the Act.

¹¹ In a “spin-off, a parent company distributes shares of a subsidiary to the parent company's shareholders so that the subsidiary becomes a separate, independent company. The shares are usually distributed on a pro rata basis. See, “Fast Answers” available on sec.gov.

¹² A national securities exchange is a securities exchange that has registered with the SEC under Section 6 of the Act.

As noted in the table below, certain categories of information would be required for all application types, as well as application specific information for particular application types. The following describes each category and use of application information:

1. Corporate information regarding the issuer of the security to be listed, including company name, address, Central Index Key Code (CIK), SEC File Number, date and place of incorporation, fiscal year end, whether the company is a foreign private issuer, whether the company is eligible for a Direct Registration Program operated by a clearing agency registered under Section 17A of the Act, and a company description. This information is required of all applicants and is necessary in order for the Exchange's regulatory staff to collect basic company information for recordkeeping and due diligence purposes, including review of information contained in the company's SEC filings.
2. Corporate contact information including for the company's legal counsel. This information is required of all applicants and is necessary in order for the Exchange's regulatory staff to collect current company contact information for purposes of obtaining any additional due diligence information to complete a listing qualification review of the applicant.
3. Securities/accounting information regarding the company's investment banker, auditor and transfer agent. Auditor information is required for all applicants, except for a listed company applying to list a new class of securities, whereas information regarding the company's investment banker is only required of applicants listing in connection with an IPO or distribution spin-off or for listing a new class of securities. Transfer agent is required for all applicants. This information is necessary in order for the Exchange's regulatory staff to collect current contact information for such company advisors and vendors for purposes of obtaining any additional due diligence information to complete a listing qualification review of the applicant.
4. Offering and security information regarding an IPO or other offering, including the type of offering, expected effective date of registration statement, expected date of initial trading on IEX, expected closing date of the offering, whether stock certificates will be delivered within three business days of listing, and whether the stock certificates will contain any restrictive legends. This information is required of applicants listing in connection with an IPO or distribution spin-off and for listing a new class of securities, and is necessary in order for the Exchange's regulatory staff to collect basic information about the offering, as well as to identify

whether a when issued trading market will be needed (if stock certificates will not be delivered within three business days of listing) and to assess compliance with IEX Rules 14.310(a)(2) and 14.315(a)(1) regarding publicly held shares.

5. Associated Corporate Actions information regarding a listed company conducting a business combination with an unlisted company that results in a change of control of the listed company, including changes to company name, trading symbol, CUSIP, whether a reverse stock split will be effected and other relevant information. This information is necessary in order to collect basic information about the company following the business transaction and to enable the Exchange to provide timely and accurate notifications of the associated corporate actions to Members and other market participants.¹³
6. Issue-specific information regarding securities to be listed, such as trading symbol, current market (except for applicants listing in connection with an IPO or distribution spin-off or for listing a new class of securities), issue type/class, CUSIP, number, par value, voting power, shares outstanding and shareholders, whether the security is book entry only, and American depositary share information. This information is necessary in order for the Exchange's regulatory staff to collect basic information about the security that is the subject of the listing application, as well as to assess compliance with IEX Rules 14.310(a) regarding distribution requirements and 14.413 regarding voting rights.
7. Board member identification and information including identification of independent directors and committee members. This information is necessary in order for the Exchange's regulatory staff to assess compliance with IEX Rule 14.405 regarding board of directors and committee requirements.
8. Regulatory review information, including a description of regulatory proceedings and litigation the company is subject to; certain regulatory, legal or criminal matters involving the company's current executive officers, directors and ten percent or greater shareholders; prior listing background, SEC filing background; and prior financing transactions.¹⁴ This section also notes that IEX reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial listing, including but not limited to, any material provided to or received from the

¹³ The Exchange expects to provide such notification on its website and through a subscription based service, both on a complimentary basis.

¹⁴ See also note 22 regarding the scope of regulatory information initially required to be included in various application types.

SEC or other regulatory authority. Additionally, this section notes that the fact that an applicant may meet IEX's numerical guidelines does not necessarily mean that its application will be approved. This regulatory review information is necessary in order for the Exchange's regulatory staff to assess whether there are regulatory matters related to the company that render it unqualified for listing, or warrant the application of more stringent listing criteria, pursuant to IEX Rule 14.101.¹⁵

9. Supporting documentation required prior to listing approval includes a listing agreement,¹⁶ logo submission form,¹⁷ corporate governance certification,¹⁸ regulatory correspondence over the past 12 months¹⁹ shareholder confirmation documents, and symbol reservation form.²⁰ This documentation is necessary in order to support the Exchange's regulatory

¹⁵ Pursuant to IEX Rule 14.101 the Exchange "...has broad discretionary authority over the initial and continued listing of securities on the Exchange in order to maintain the quality, transparency and integrity of and public confidence in its market; to prevent fraudulent and manipulative acts and practices; to promote just and equitable principles of trade; to protect investors and the public interest; and to protect the safety and security of the Exchange and its employees. The Exchange may use such discretion to deny initial listing, apply additional or more stringent criteria for the initial or continued listing of particular securities, or suspend or delist particular securities based on any event, condition, or circumstance that exists or occurs that makes initial or continued listing of the securities on the Exchange inadvisable or unwarranted in the opinion of the Exchange, even though the securities meet all enumerated criteria for initial or continued listing on the Exchange. In the event that the Exchange Staff makes a determination to suspend or deny continued listing pursuant to its discretionary authority, the Company may seek review of that determination through the procedures set forth in the IEX Rule Series 14.500."

¹⁶ See description of the listing agreement infra.

¹⁷ See description of the logo submission form infra.

¹⁸ See description of the corporate governance certification infra.

¹⁹ This includes correspondence between the listing applicant and each of its regulators. Review of such correspondence by IEX Regulation staff is designed to identify any public interest concerns that would preclude listing approval. In this regard, IEX Rule 14.101 provides that the Exchange "...has broad discretionary authority over the initial and continued listing of securities on the Exchange in order to maintain the quality, transparency and integrity of and public confidence in its market; to prevent fraudulent and manipulative acts and practices; to promote just and equitable principles of trade; to protect investors and the public interest; and to protect the safety and security of the Exchange and its employees. The Exchange may use such discretion to deny initial listing, apply additional or more stringent criteria for the initial or continued listing of particular securities, or suspend or delist particular securities based on any event, condition, or circumstance that exists or occurs that makes initial or continued listing of the securities on the Exchange inadvisable or unwarranted in the opinion of the Exchange, even though the securities meet all enumerated criteria for initial or continued listing on the Exchange. In the event that the Exchange Staff makes a determination to suspend or deny continued listing pursuant to its discretionary authority, the Company may seek review of that determination through the procedures set forth in the IEX Rule Series 14.500."

²⁰ See description of the symbol reservation form infra.

staff listing qualification review (corporate governance certification form, regulatory correspondence and shareholder confirmation documents), to effectuate the listed company's agreement to the terms of listing (listing agreement),²¹ and enable the Exchange to use the company's logo for marketing and publicity purposes on IEX's website. In addition, the IPO application requires that if the company qualifies as an emerging growth company under the JOBS Act of 2012 and has submitted a confidential draft registration statement to the Commission in connection with its proposed IPO, the company provide the most recent copy of such draft registration statement and all related correspondence with the Commission or its staff. This documentation, which is not publicly available, is required to support the Exchange regulatory staff's listing qualification review.

The chart below show the categories of information required on each application

type:

Information Category	IPO Application	Exchange Transfer	Non-Exchange Transfer	Change of Control	New Class
Corporate	✓	✓	✓	✓	✓
Contacts	✓	✓	✓	✓	✓
Securities/Accounting	✓	✓	✓	✓	✓
Offering and Security	✓				✓
Associated Corporate Action				✓	
Issue-Specific	✓	✓	✓	✓	✓
Board Member	✓	✓	✓	✓	
Regulatory Review ²²	✓	✓	✓	✓	✓
Supporting Documentation	✓	✓	✓	✓	✓

²¹ See discussion of listing agreement *infra*.

²² Because more information is generally available to IEX Regulation staff based on existing listing on IEX or another national securities exchange, the Exchange Transfer and New Class applications require only information on nondisclosed regulatory and/or legal matters. As warranted, IEX Regulation staff will request additional regulatory information necessary to make a listing qualification determination.

IEX Listing Agreement

Pursuant to IEX Rule 14.202, to apply for listing on IEX, a company must execute a Listing Agreement. Pursuant to the Listing Agreement a company agrees with the Exchange as follows:

1. Company certifies that it understands and agrees to comply with all IEX rules, as they may be amended from time to time, and pay all applicable listing fees when due.
2. Company agrees to promptly notify IEX in writing of any corporate action or other event which will cause Company to cease to be in compliance with IEX listing requirements.
3. Company understands that IEX may remove its securities from the Investors Exchange LLC, pursuant to applicable procedures, if it fails to meet one or more requirements of Paragraphs 1-2.
4. Company understands that if an exception to any of the provisions of any of the IEX rules has been granted by IEX, such exception shall, during the time it is in effect, supersede any conflicting provision of this Listing Agreement.
5. Company warrants and represents that any trading symbol requested to be used by Company does not violate any trade/service mark, trade name, or other intellectual property right of any third party. Company agrees and understands that a trading symbol is provided to Company for the limited purpose of identifying Company's security in authorized quotation and trading systems and that Company has no ownership rights in the trading symbol. The assignment and use of a trading symbol is governed by the National Market System Plan for the Selection and Reservation of Securities Symbols, as may be amended from time to time.
6. Company hereby grants to IEX a non-exclusive, royalty free, license to use Company's logos, trade names, and trade/service marks in IEX's advertising, literature, media interactions, industry events, conferences, websites, social media content, and mobile applications solely in connection with marketing and related purposes in connection with being an IEX-listed company, and to convey quotation information, transactional reporting information, and other information regarding Company in connection with IEX. Company agrees to hold harmless and indemnify IEX (and its officers, directors, employees and agents) against any and all claims and losses, including but not limited to costs and attorneys' fees, resulting from, suffered, or incurred as a result of any third party's claim or litigation relating to the infringement of any trade/service mark, trade name, or other intellectual property right related to or arising out of IEX's use of

Company's trading symbol, corporate logos, Web site address, trade names, and trade/service marks in accordance with the terms of this Listing Agreement.

The various provisions of the Listing Agreement are designed to accomplish several objectives. First, clauses 1 – 3 reflect the Exchange's self-regulatory organization ("SRO") obligations to assure that only listed companies that are compliant with applicable IEX rules may remain listed. Thus, these provisions contractually bind a listed company to comply with IEX rules, provide notification of any corporate action or other event that will cause the company to cease to be in compliance with IEX listing requirements, and evidence the company's understanding that it may be removed from listing (subject to applicable procedures) if it fails to be in compliance or notify the Exchange of any event of noncompliance. Clause 4 reflects the contractual impact of any exception granted to a listed company with respect to any IEX rules.²³ Clauses 5 and 6 contains standard legal representations and agreements from the listed company to IEX regarding use of its logo, trade names, trade/service markets, and trading symbol as well as potential legal claims against IEX in connection thereto.

Corporate Governance Certification

In accordance with IEX Rule 14.400, companies listed on IEX are required to comply with certain corporate governance standards, relating to, for example, audit committees, director nominations, executive compensation, board composition, and executive sessions. In certain circumstances the corporate governance standards that apply vary depending on the nature of the company. In addition, there are phase-in

²³ For example, pursuant to IEX rule 14.501 and 14.502 a listed company may be granted an exception to certain listing standards for a limited period of time, as permitted by IEX rules.

periods and exemptions available to certain types of companies.²⁴ The Corporate Governance Certification enables a company to confirm to the Exchange that it is in compliance with the applicable standards, and specify any applicable phase-ins or exemptions.²⁵ In addition, the Corporate Governance Certification enables a company to confirm to the Exchange its compliance with quorum,²⁶ internal audit,²⁷ code of conduct,²⁸ and direct registration system (“DRS”) eligibility²⁹ requirements. Companies are required to submit a Corporate Governance Certification upon initial listing on IEX and thereafter when an event occurs that makes an existing form inaccurate. This Corporate Governance Certification thus assists IEX regulatory staff in monitoring listed company compliance with the corporate governance requirements.

Company Event Notifications

Pursuant to IEX Rule 14.207(e), various corporate events resulting in material changes will trigger the requirement for a listed company to submit certain forms to the Exchange. The following describes the applicable forms, as proposed, for different event types:

1. Shares Outstanding Change Form

Pursuant to IEX Rule 14.207(e)(1), listed companies are required to file, on a form designated by the Exchange no later than 10 calendar days after the occurrence, any

²⁴ See IEX Rule 14.407.

²⁵ See IEX Rule 14.407.

²⁶ See IEX Rule 14.408(c)

²⁷ See IEX Rule 14.414. Note that Nasdaq does not have a corresponding internal audit requirement.

²⁸ See IEX Rule 14.406

²⁹ See IEX Rule 14.208

aggregate increase or decrease of any listed class of securities listed on the Exchange that exceeds 5% of the amount of the class outstanding. This notification requirement is designed to assist IEX regulatory staff in identifying a situation in which a listed company may have issued additional shares without obtaining shareholder approval as required³⁰ or in violation of IEX's voting rights rule.³¹ Accordingly, as proposed, the Exchange designates the Shares Outstanding Change Form for this purpose.

2. Listing of Additional Shares

Pursuant to IEX Rule 14.207(e)(2) listed companies must notify IEX of events involving the issuance, or potential issuance of common stock, securities convertible into common stock or other voting securities.³² Such events include but are not limited to, public offerings, private placements, acquisitions using stock, establishment, or materially amending stock option plans and transactions that may result in a change of control of a company. Companies must file notifications on the Listing of Additional Shares form as soon as possible but at least 15 calendar days prior to the transaction in question. The Exchange regulatory staff will use the information provided to assess whether a transaction is in compliance with applicable IEX rules, including the shareholder approval requirements.

3. Company Event Notification Form

Pursuant to IEX Rule 14.207(e)(3), listed companies are required to file, on a form designated by the Exchange, notification of specified record keeping changes no

³⁰ See IEX Rule 14.412

³¹ See IEX Rule 14.413

³² A company solely listing American Depositary Receipts is not subject to such notification requirement.

later than 10 calendar days after the occurrence. These include any changes to its name, the par value or title of its security, its symbol or similar change. In addition, listed companies are required to notify the exchange promptly in writing (absent any fees) of any change in the general character or nature of its business and any change in the address of its principal executive offices. Further, pursuant to IEX Rule 14.207(e)(4), listed companies are required to notify the Exchange of a Substitution Listing Event (other than a reincorporation or a change to the company's place of organization)³³ no later than 15 calendar days prior to the implementation of such event by filing the appropriate form as designated by the Exchange. For a reincorporation or change to a company's place of organization, a company shall notify the Exchange as soon as practicable after such event has been implemented by filing the appropriate form as designated by the Exchange. These notifications are required for administrative reasons (i.e., to assure that the Exchange has accurate information regarding each listed company and security). The Exchange proposes to designate the Company Event Notification for such notifications.

4. Dividend-Distribution-Interest Payment Form

³³ Pursuant to IEX Rule 14.002(32), a Substitution Listing Event means: a reverse stock split, reincorporation or a change in the Company's place of organization, the formation of a holding company that replaces a listed Company, reclassification or exchange of a Company's listed shares for another security, the listing of a new class of securities in substitution for a previously-listed class of securities or any technical change whereby the Shareholders of the original Company receive a share-for-share interest in the new Company without any change in their equity position or rights. A Substitution Listing Event also includes the replacement of, or any significant modification to, the index, portfolio or Reference Asset underlying a security listed under Chapter 16 of the IEX Rules (including, but not limited to, a significant modification to the index methodology, a change in the index provider, or a change in control of the index provider).

Pursuant to IEX Rule 14.207(e)(6), no later than 10 calendar days prior to the record date of any dividend action or action relating to a stock distribution listed companies are required to notify the Exchange by filing the appropriate form as designated by the Exchange.³⁴ This notification to IEX is required so that the Exchange can advise its Members and other market participants of dividend and distribution actions, including determination and dissemination of any applicable ex-dates. The Exchange proposes to designate the Dividend-Distribution-Interest Payment Form for such notifications.

Logo Submission Form

Pursuant to the Logo Submission Form company logos may be included in IEX's advertising, literature, media interactions, industry events, conferences, websites, social media content, and mobile applications solely in connection with marketing and related purposes in connection with being an IEX-listed company, and to convey quotation information, transactional reporting information, and other information regarding a company in connection with IEX. This form is required for administrative purposes to facilitate use of a listed company's corporate logos, trade names and trade/service marks.

Symbol Reservation Form

The Symbol Reservation Form enables a company to reserve a symbol to identify its securities trading on IEX. A company can provide its primary choice and two alternatives and IEX will reserve a symbol through the Intermarket Symbols Reservation

³⁴ Rule 14.207(e)(6) also requires that the company provide public notice of the action using a Regulation FD compliant method. Notice to the Exchange should be given as soon as possible after declaration and, in any event, no later than simultaneously with the public notice.

Authority. This form facilitates the operational aspects of trading symbol reservation and assignment through the Intermarket Symbol Reservation Authority.

b. Statutory Basis

IEX believes that the proposed rule change is consistent with the provisions of Section 6 of the Act, in general and with Sections 6(b)³⁵ of the Act in general, and furthers the objectives of Sections 6(b)(5) of the Act,³⁶ in particular, in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system and, in general, to protect investors and the public interest. The Exchange believes that the proposed rule change supports these objectives because it provides appropriate listing applications, agreements, and forms that are designed to facilitate the collection of necessary information and agreements from listed companies and support IEX's regulatory review and monitoring of listed company compliance with IEX's listing rules. The Exchange also believes that providing standardized applications, agreements, and forms will provide a transparent means for listed companies and applicants to provide information required by IEX rules and for administrative purposes to the Exchange which is consistent with the public interest and the protection of investors.

The Exchange also believes that the proposed rule change does not unfairly discriminate between customers, issuers, brokers and dealers since all similarly situated

³⁵ 15 U.S.C. 78f.

³⁶ 15 U.S.C. 78f(b)(5).

listed companies and applicants will be required to complete the same documentation.

Although in some cases different documentation is required, the differences relate solely to the information necessary to assess listing compliance.

The Exchange also notes that substantially similar applications, agreements, and forms are used by Nasdaq so the proposed rule change does not raise any new or novel issues that have not already been considered by the Commission.

4. Self-Regulatory Organization's Statement on Burden on Competition

IEX does not believe that the proposed rule change will result in any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

The proposed rule change requires the collection of information required by IEX rules and for administrative purposes and is not intended to address or advance any competitive issues.

5. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

Written comments were neither solicited nor received.

6. Extension of Time Period for Commission Action

Not applicable.

7. Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A)³⁷ of the Act and Rule 19b-4(f)(6)³⁸ thereunder, in that it effects a change that (A) does not significantly affect the protection of investors or the public interest; (B) does not impose

³⁷ 15 U.S.C. 78s(b)(3)(A).

³⁸ 17 CFR 240.19b-4(f)(6).

any significant burden on competition; and (C) by its terms does not become operative for 30 days after the date of the filing, or such shorter time as the Commission may designate if consistent with the protection of investors and the public interest. As discussed in the Statutory Basis section, the proposed rule change would adopt listing applications, agreements, and forms that are substantially similar to those in use by Nasdaq,³⁹ and all information required is designed to administer the IEX listing rules approved by the Commission. Accordingly, the Exchange believes that the proposed rule change is noncontroversial and satisfies the requirements of Rule 19b-4(f)(6)⁴⁰ in that it does not raise any new or novel issues not already considered by the Commission.

Furthermore, Rule 19b-4(f)(6) requires a self-regulatory organization to give the Commission written notice of its intent to file the proposed rule change at least five business days prior to the date of filing of the proposed rule change, or such shorter time as designated by the Commission. The Exchange has satisfied this requirement.

At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is: (i) necessary or appropriate in the public interest; (ii) for the protection of investors; or (iii) otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings to determine whether the proposed rule should be approved or disapproved.

8. Proposed Rule Change Based on the Rules of Another Self-Regulatory Organization or of the Commission

³⁹ In this regard, the Exchange notes that its listing rules are also substantially similar to, and modelled on, Nasdaq listing rules.

⁴⁰ 17 CFR 240.19b-4(f)(6).

The proposed rule change is based on the listing applications, agreements, and forms in use by Nasdaq. There are several minor differences between the IEX and Nasdaq documentation, most notably Nasdaq uses certain types of listing applications and forms that IEX is not adopting. For example, Nasdaq uses three separate listing applications for transfers among the three different Nasdaq tiers (i.e., Nasdaq Global Select, Nasdaq Global Market and Nasdaq Capital Market). IEX has only one tier, so does not need internal transfer applications. Nasdaq also uses a listing application for the listing of exchange traded funds and structured products. IEX does not currently plan to list such funds and products so is not adopting a listing application for such purpose. Nasdaq also requires its non U.S. listed companies to certify to the number of shares issued and outstanding in the U.S. which is used for billing purposes. IEX does not plan to charge listing fees based on the number of shares outstanding, so does not require such a certification.

9. Security-Based Swap Submissions Filed Pursuant to Section 3 C of the Act

Not applicable.

10. Advance Notices Filed Pursuant to Section 806(e) of the Payment, Clearing and Settlement Supervision Act

Not applicable.

11. Exhibits

Exhibit 1 – Form of Notice of the Proposed Rule Change for Publication in the Federal Register.

Exhibit 3 – Proposed forms of listing application, listing agreement and other documentation.

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34 -); File No. SR-IEX-2017-09)

Self-Regulatory Organizations: Investors Exchange LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Specify the Required Forms of Listing Application, Agreement and Other Documentation.

Pursuant to Section 19(b)(1)¹ of the Securities Exchange Act of 1934 (the “Act”)² and Rule 19b-4 thereunder,³ notice is hereby given that, on (date), the Investors Exchange LLC (“IEX” or the “Exchange”) filed with the Securities and Exchange Commission (the “Commission”) the proposed rule change as described in Items I, II and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Self-Regulatory Organization’s Statement of the Terms of Substance of the Proposed Rule Change

Pursuant to the provisions of Section 19(b)(1) under the Securities Exchange Act of 1934 (“Act”),⁴ and Rule 19b-4 thereunder,⁵ Investors Exchange LLC (“IEX” or “Exchange”) is filing with the Commission a proposed rule change to specify the required forms of listing application, listing agreement and other documentation that listed companies must execute or complete (as applicable) as a prerequisite for listing on the Exchange. The Exchange has designated this proposal as non-controversial and

¹ 15 U.S.C. 78s(b)(1).

² 15 U.S.C. 78a.

³ 17 CFR 240.19b-4.

⁴ 15 U.S.C. 78s(b)(1).

⁵ 17 CFR 240.19b-4.

provided the Commission with the notice required by Rule 19b-4(f)(6)(iii) under the Act.⁶

The text of the proposed rule change is available at the Exchange's website at www.iextrading.com, at the principal office of the Exchange, and at the Commission's Public Reference Room.

II. Self-Regulatory Organization's Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statement may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

1. Purpose

On June 17, 2016 the Commission granted IEX's application for registration as a national securities exchange under Section 6 of the Act including approval of rules applicable to the qualification, listing and delisting of companies on the Exchange.⁷ The Exchange plans to begin a listing program in 2017 and is proposing to adopt listing applications and forms applicable to companies applying for listing or listed on the Exchange in this proposed rule change. As proposed, the listing forms are substantially

⁶ 17 CFR 240.19b-4(f)(6)(iii).

⁷ See Securities Exchange Act Release No. 34-78101 (June 17, 2016), 81 FR 41141 (June 23, 2016) (File No. 10-222).

similar to those currently in use by the Nasdaq Stock Exchange LLC (“Nasdaq”), with certain differences as described herein.⁸

The Exchange proposes to specify the required forms of listing application, listing agreement and other documentation that listing applicants and listed companies must execute or complete (as applicable) as a prerequisite for initial and ongoing listing on the Exchange, as applicable (collectively, “listing documentation”). All listing documentation will be available on the Exchange’s website (www.iextrading.com). In the event that in the future the Exchange makes any substantive changes (including changes to the rights, duties, or obligations of a listed company or listing applicant or the Exchange, or that would otherwise require a rule filing) to such documents, it will submit a rule filing in accordance with Rule 19b-4.⁹

The following is a description of the listing documentation.¹⁰

IEX Listing Application

Pursuant to IEX Rule 14.202, after receiving a listing clearance letter pursuant to IEX Rule 14.201,¹¹ a company must file and execute an original listing application to

⁸ Nasdaq’s listing applications and forms are available at: https://listingcenter.nasdaq.com/Forms_Preview.aspx. In connection with IEX’s Form 1 application for registration as a national securities exchange, the Commission approved rules applicable to the qualification, listing and delisting of companies on IEX. See Securities Exchange Act Release No. 78101 (June 17, 2016), 81 FR 41141 (June 23, 2016) (File No. 10-222). These rules are modelled on Nasdaq’s rules applicable to the qualification, listing and delisting of companies on Nasdaq.

⁹ The Exchange will not submit a rule filing if the changes made to a document are solely typographical or stylistic in nature.

¹⁰ For each form a duly authorized representative of the company must sign an affirmation that the information provided is true and correct as of the date the form was signed and that the company will promptly notify IEX of any material changes.

¹¹ Pursuant to IEX Rule 14.201 a company seeking the initial listing of one or more classes of securities on the Exchange must participate in a free confidential pre-application eligibility review by the Exchange in order to determine whether it meets the Exchange’s listing criteria. If, upon completion of this review, the Exchange determines that a company is eligible for listing, the Exchange will provide a clearance letter to the company notifying the company that it has

apply for listing on IEX. The Listing Application provides information necessary, and in accordance with Section 12(b) of the Act, for IEX regulatory staff to conduct a due diligence review of a company to determine if it qualifies for listing on the Exchange. Relevant factors regarding the company and securities to be listed will determine the type of information required.¹² Accordingly, different types of listing applications and information would be required to be submitted, as described below:

1. Initial Public Offering (“IPO”) or Distribution Spin-off
This form of listing application would be used by a company listing in conjunction with an IPO,¹³ spin-off or other distribution transaction.¹⁴
2. Transfer from a National Securities Exchange
This form of listing application would be used by a company that is currently listed on another national securities exchange¹⁵ to transfer its listing to the Exchange.
3. Transfer from a Market that is not a National Securities Exchange
This form of listing application would be used by a company that is currently a publicly traded in the United States on a market that is not a national securities exchange.
4. Listing of a New Class of Securities by a Listed Company
This form of listing application would be used by a company that is currently listed and seeking to list a new class of securities on the Exchange.
5. Listing following a Change of Control Between a Listed Company and an Unlisted Company

been cleared to submit an original listing application pursuant to IEX Rule 14.202. A clearance letter is valid for nine months from its date of issuance.

¹² See the table on page 10 infra which specifies the categories of information required for each application type.

¹³ A company shall be considered to be listing in conjunction with an initial public offering if immediately prior to the effective date of a registration covering securities to be listed, the company was not required to file reports with the Commission pursuant to Section 13(a) or 15(d) of the Act.

¹⁴ In a “spin-off, a parent company distributes shares of a subsidiary to the parent company's shareholders so that the subsidiary becomes a separate, independent company. The shares are usually distributed on a pro rata basis. See, “Fast Answers” available on sec.gov.

¹⁵ A national securities exchange is a securities exchange that has registered with the SEC under Section 6 of the Act.

This form of application would be used by a company listing in conjunction with a business transaction that results in a change of control (e.g., merger or acquisition).

As noted in the table below, certain categories of information would be required for all application types, as well as application specific information for particular application types. The following describes each category and use of application information:

1. Corporate information regarding the issuer of the security to be listed, including company name, address, Central Index Key Code (CIK), SEC File Number, date and place of incorporation, fiscal year end, whether the company is a foreign private issuer, whether the company is eligible for a Direct Registration Program operated by a clearing agency registered under Section 17A of the Act, and a company description. This information is required of all applicants and is necessary in order for the Exchange's regulatory staff to collect basic company information for recordkeeping and due diligence purposes, including review of information contained in the company's SEC filings.
2. Corporate contact information including for the company's legal counsel. This information is required of all applicants and is necessary in order for the Exchange's regulatory staff to collect current company contact information for purposes of obtaining any additional due diligence information to complete a listing qualification review of the applicant.
3. Securities/accounting information regarding the company's investment banker, auditor and transfer agent. Auditor information is required for all applicants, except for a listed company applying to list a new class of securities, whereas information regarding the company's investment banker is only required of applicants listing in connection with an IPO or distribution spin-off or for listing a new class of securities. Transfer agent is required for all applicants. This information is necessary in order for the Exchange's regulatory staff to collect current contact information for such company advisors and vendors for purposes of obtaining any additional due diligence information to complete a listing qualification review of the applicant.
4. Offering and security information regarding an IPO or other offering, including the type of offering, expected effective date of registration statement, expected date of initial trading on IEX, expected closing date of the offering, whether stock certificates will be delivered within three business days of listing, and whether the stock certificates will contain any restrictive legends. This information is required of applicants listing in connection with an IPO or distribution spin-off and for listing a new class

of securities, and is necessary in order for the Exchange's regulatory staff to collect basic information about the offering, as well as to identify whether a when issued trading market will be needed (if stock certificates will not be delivered within three business days of listing) and to assess compliance with IEX Rules 14.310(a)(2) and 14.315(a)(1) regarding publicly held shares.

5. Associated Corporate Actions information regarding a listed company conducting a business combination with an unlisted company that results in a change of control of the listed company, including changes to company name, trading symbol, CUSIP, whether a reverse stock split will be effected and other relevant information. This information is necessary in order to collect basic information about the company following the business transaction and to enable the Exchange to provide timely and accurate notifications of the associated corporate actions to Members and other market participants.¹⁶
6. Issue-specific information regarding securities to be listed, such as trading symbol, current market (except for applicants listing in connection with an IPO or distribution spin-off or for listing a new class of securities), issue type/class, CUSIP, number, par value, voting power, shares outstanding and shareholders, whether the security is book entry only, and American depositary share information. This information is necessary in order for the Exchange's regulatory staff to collect basic information about the security that is the subject of the listing application, as well as to assess compliance with IEX Rules 14.310(a) regarding distribution requirements and 14.413 regarding voting rights.
7. Board member identification and information including identification of independent directors and committee members. This information is necessary in order for the Exchange's regulatory staff to assess compliance with IEX Rule 14.405 regarding board of directors and committee requirements.
8. Regulatory review information, including a description of regulatory proceedings and litigation the company is subject to; certain regulatory, legal or criminal matters involving the company's current executive officers, directors and ten percent or greater shareholders; prior listing background, SEC filing background; and prior financing transactions.¹⁷ This section also notes that IEX reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial listing, including but not limited to, any material provided to or received from the SEC or other regulatory authority. Additionally, this section notes that the

¹⁶ The Exchange expects to provide such notification on its website and through a subscription based service, both on a complimentary basis.

¹⁷ See also note 25 regarding the scope of regulatory information initially required to be included in various application types.

fact that an applicant may meet IEX's numerical guidelines does not necessarily mean that its application will be approved. This regulatory review information is necessary in order for the Exchange's regulatory staff to assess whether there are regulatory matters related to the company that render it unqualified for listing, or warrant the application of more stringent listing criteria, pursuant to IEX Rule 14.101.¹⁸

9. Supporting documentation required prior to listing approval includes a listing agreement,¹⁹ logo submission form,²⁰ corporate governance certification,²¹ regulatory correspondence over the past 12 months²² shareholder confirmation documents, and symbol reservation form.²³ This documentation is necessary in order to support the Exchange's regulatory staff listing qualification review (corporate governance certification form, regulatory correspondence and shareholder confirmation documents), to effectuate the listed company's agreement to the terms of listing (listing

¹⁸ Pursuant to IEX Rule 14.101 the Exchange "...has broad discretionary authority over the initial and continued listing of securities on the Exchange in order to maintain the quality, transparency and integrity of and public confidence in its market; to prevent fraudulent and manipulative acts and practices; to promote just and equitable principles of trade; to protect investors and the public interest; and to protect the safety and security of the Exchange and its employees. The Exchange may use such discretion to deny initial listing, apply additional or more stringent criteria for the initial or continued listing of particular securities, or suspend or delist particular securities based on any event, condition, or circumstance that exists or occurs that makes initial or continued listing of the securities on the Exchange inadvisable or unwarranted in the opinion of the Exchange, even though the securities meet all enumerated criteria for initial or continued listing on the Exchange. In the event that the Exchange Staff makes a determination to suspend or deny continued listing pursuant to its discretionary authority, the Company may seek review of that determination through the procedures set forth in the IEX Rule Series 14.500."

¹⁹ See description of the listing agreement infra.

²⁰ See description of the logo submission form infra.

²¹ See description of the corporate governance certification infra.

²² This includes correspondence between the listing applicant and each of its regulators. Review of such correspondence by IEX Regulation staff is designed to identify any public interest concerns that would preclude listing approval. In this regard, IEX Rule 14.101 provides that the Exchange "...has broad discretionary authority over the initial and continued listing of securities on the Exchange in order to maintain the quality, transparency and integrity of and public confidence in its market; to prevent fraudulent and manipulative acts and practices; to promote just and equitable principles of trade; to protect investors and the public interest; and to protect the safety and security of the Exchange and its employees. The Exchange may use such discretion to deny initial listing, apply additional or more stringent criteria for the initial or continued listing of particular securities, or suspend or delist particular securities based on any event, condition, or circumstance that exists or occurs that makes initial or continued listing of the securities on the Exchange inadvisable or unwarranted in the opinion of the Exchange, even though the securities meet all enumerated criteria for initial or continued listing on the Exchange. In the event that the Exchange Staff makes a determination to suspend or deny continued listing pursuant to its discretionary authority, the Company may seek review of that determination through the procedures set forth in the IEX Rule Series 14.500."

²³ See description of the symbol reservation form infra.

agreement),²⁴ and enable the Exchange to use the company's logo for marketing and publicity purposes on IEX's website. In addition, the IPO application requires that if the company qualifies as an emerging growth company under the JOBS Act of 2012 and has submitted a confidential draft registration statement to the Commission in connection with its proposed IPO, the company provide the most recent copy of such draft registration statement and all related correspondence with the Commission or its staff. This documentation, which is not publicly available, is required to support the Exchange regulatory staff's listing qualification review.

The chart below show the categories of information required on each application

type:

Information Category	IPO Application	Exchange Transfer	Non-Exchange Transfer	Change of Control	New Class
Corporate	✓	✓	✓	✓	✓
Contacts	✓	✓	✓	✓	✓
Securities/Accounting	✓	✓	✓	✓	✓
Offering and Security	✓				✓
Associated Corporate Action				✓	
Issue-Specific	✓	✓	✓	✓	✓
Board Member	✓	✓	✓	✓	
Regulatory Review ²⁵	✓	✓	✓	✓	✓
Supporting Documentation	✓	✓	✓	✓	✓

IEX Listing Agreement

Pursuant to IEX Rule 14.202, to apply for listing on IEX, a company must execute a Listing Agreement. Pursuant to the Listing Agreement a company agrees with the Exchange as follows:

1. Company certifies that it understands and agrees to comply with all IEX rules, as they may be amended from time to time, and pay all applicable listing fees when due.

²⁴ See discussion of listing agreement infra.

²⁵ Because more information is generally available to IEX Regulation staff based on existing listing on IEX or another national securities exchange, the Exchange Transfer and New Class applications require only information on nondisclosed regulatory and/or legal matters. As warranted, IEX Regulation staff will request additional regulatory information necessary to make a listing qualification determination.

2. Company agrees to promptly notify IEX in writing of any corporate action or other event which will cause Company to cease to be in compliance with IEX listing requirements.
3. Company understands that IEX may remove its securities from the Investors Exchange LLC, pursuant to applicable procedures, if it fails to meet one or more requirements of Paragraphs 1-2.
4. Company understands that if an exception to any of the provisions of any of the IEX rules has been granted by IEX, such exception shall, during the time it is in effect, supersede any conflicting provision of this Listing Agreement.
5. Company warrants and represents that any trading symbol requested to be used by Company does not violate any trade/service mark, trade name, or other intellectual property right of any third party. Company agrees and understands that a trading symbol is provided to Company for the limited purpose of identifying Company's security in authorized quotation and trading systems and that Company has no ownership rights in the trading symbol. The assignment and use of a trading symbol is governed by the National Market System Plan for the Selection and Reservation of Securities Symbols, as may be amended from time to time.
6. Company hereby grants to IEX a non-exclusive, royalty free, license to use Company's logos, trade names, and trade/service marks in IEX's advertising, literature, media interactions, industry events, conferences, websites, social media content, and mobile applications solely in connection with marketing and related purposes in connection with being an IEX-listed company, and to convey quotation information, transactional reporting information, and other information regarding Company in connection with IEX. Company agrees to hold harmless and indemnify IEX (and its officers, directors, employees and agents) against any and all claims and losses, including but not limited to costs and attorneys' fees, resulting from, suffered, or incurred as a result of any third party's claim or litigation relating to the infringement of any trade/service mark, trade name, or other intellectual property right related to or arising out of IEX's use of Company's trading symbol, corporate logos, Web site address, trade names, and trade/service marks in accordance with the terms of this Listing Agreement.

The various provisions of the Listing Agreement are designed to accomplish several objectives. First, clauses 1 – 3 reflect the Exchange's self-regulatory organization ("SRO") obligations to assure that only listed companies that are compliant with applicable IEX rules may remain listed. Thus, these provisions contractually bind a listed company to comply with IEX rules, provide notification of any corporate action or other event that will cause the company to cease to be in compliance with IEX listing

requirements, and evidence the company's understanding that it may be removed from listing (subject to applicable procedures) if it fails to be in compliance or notify the Exchange of any event of noncompliance. Clause 4 reflects the contractual impact of any exception granted to a listed company with respect to any IEX rules.²⁶ Clauses 5 and 6 contains standard legal representations and agreements from the listed company to IEX regarding use of its logo, trade names, trade/service markets, and trading symbol as well as potential legal claims against IEX in connection thereto.

Corporate Governance Certification

In accordance with IEX Rule 14.400, companies listed on IEX are required to comply with certain corporate governance standards, relating to, for example, audit committees, director nominations, executive compensation, board composition, and executive sessions. In certain circumstances the corporate governance standards that apply vary depending on the nature of the company. In addition, there are phase-in periods and exemptions available to certain types of companies.²⁷ The Corporate Governance Certification enables a company to confirm to the Exchange that it is in compliance with the applicable standards, and specify any applicable phase-ins or exemptions.²⁸ In addition, the Corporate Governance Certification enables a company to confirm to the Exchange its compliance with quorum,²⁹ internal audit,³⁰ code of conduct,³¹ and direct registration system ("DRS") eligibility³² requirements. Companies

²⁶ For example, pursuant to IEX rule 14.501 and 14.502 a listed company may be granted an exception to certain listing standards for a limited period of time, as permitted by IEX rules.

²⁷ See IEX Rule 14.407.

²⁸ See IEX Rule 14.407.

²⁹ See IEX Rule 14.408(c)

³⁰ See IEX Rule 14.414. Note that Nasdaq does not have a corresponding internal audit requirement.

³¹ See IEX Rule 14.406

are required to submit a Corporate Governance Certification upon initial listing on IEX and thereafter when an event occurs that makes an existing form inaccurate. This Corporate Governance Certification thus assists IEX regulatory staff in monitoring listed company compliance with the corporate governance requirements.

Company Event Notifications

Pursuant to IEX Rule 14.207(e), various corporate events resulting in material changes will trigger the requirement for a listed company to submit certain forms to the Exchange. The following describes the applicable forms, as proposed, for different event types:

1. Shares Outstanding Change Form

Pursuant to IEX Rule 14.207(e)(1), listed companies are required to file, on a form designated by the Exchange no later than 10 calendar days after the occurrence, any aggregate increase or decrease of any listed class of securities listed on the Exchange that exceeds 5% of the amount of the class outstanding. This notification requirement is designed to assist IEX regulatory staff in identifying a situation in which a listed company may have issued additional shares without obtaining shareholder approval as required³³ or in violation of IEX's voting rights rule.³⁴ Accordingly, as proposed, the Exchange designates the Shares Outstanding Change Form for this purpose.

2. Listing of Additional Shares

Pursuant to IEX Rule 14.207(e)(2) listed companies must notify IEX of events involving the issuance, or potential issuance of common stock, securities convertible into

³² See IEX Rule 14.208

³³ See IEX Rule 14.412

³⁴ See IEX Rule 14.413

common stock or other voting securities.³⁵ Such events include but are not limited to, public offerings, private placements, acquisitions using stock, establishment, or materially amending stock option plans and transactions that may result in a change of control of a company. Companies must file notifications on the Listing of Additional Shares form as soon as possible but at least 15 calendar days prior to the transaction in question. The Exchange regulatory staff will use the information provided to assess whether a transaction is in compliance with applicable IEX rules, including the shareholder approval requirements.

3. Company Event Notification Form

Pursuant to IEX Rule 14.207(e)(3), listed companies are required to file, on a form designated by the Exchange, notification of specified record keeping changes no later than 10 calendar days after the occurrence. These include any changes to its name, the par value or title of its security, its symbol or similar change. In addition, listed companies are required to notify the exchange promptly in writing (absent any fees) of any change in the general character or nature of its business and any change in the address of its principal executive offices. Further, pursuant to IEX Rule 14.207(e)(4), listed companies are required to notify the Exchange of a Substitution Listing Event (other than a reincorporation or a change to the company's place of organization)³⁶ no

³⁵ A company solely listing American Depositary Receipts is not subject to such notification requirement.

³⁶ Pursuant to IEX Rule 14.002(32), a Substitution Listing Event means: a reverse stock split, reincorporation or a change in the Company's place of organization, the formation of a holding company that replaces a listed Company, reclassification or exchange of a Company's listed shares for another security, the listing of a new class of securities in substitution for a previously-listed class of securities or any technical change whereby the Shareholders of the original Company receive a share-for-share interest in the new Company without any change in their equity position or rights. A Substitution Listing Event also includes the replacement of, or any significant modification to, the index, portfolio or Reference Asset underlying a security listed

later than 15 calendar days prior to the implementation of such event by filing the appropriate form as designated by the Exchange. For a reincorporation or change to a company's place of organization, a company shall notify the Exchange as soon as practicable after such event has been implemented by filing the appropriate form as designated by the Exchange. These notifications are required for administrative reasons (i.e., to assure that the Exchange has accurate information regarding each listed company and security). The Exchange proposes to designate the Company Event Notification for such notifications.

4. Dividend-Distribution-Interest Payment Form

Pursuant to IEX Rule 14.207(e)(6), no later than 10 calendar days prior to the record date of any dividend action or action relating to a stock distribution listed companies are required to notify the Exchange by filing the appropriate form as designated by the Exchange.³⁷ This notification to IEX is required so that the Exchange can advise its Members and other market participants of dividend and distribution actions, including determination and dissemination of any applicable ex-dates. The Exchange proposes to designate the Dividend-Distribution-Interest Payment Form for such notifications.

Logo Submission Form

Pursuant to the Logo Submission Form company logos may be included in IEX's advertising, literature, media interactions, industry events, conferences, websites, social media content, and mobile applications solely in connection with marketing and related

under Chapter 16 of the IEX Rules (including, but not limited to, a significant modification to the index methodology, a change in the index provider, or a change in control of the index provider).

³⁷ Rule 14.207(e)(6) also requires that the company provide public notice of the action using a Regulation FD compliant method. Notice to the Exchange should be given as soon as possible after declaration and, in any event, no later than simultaneously with the public notice.

purposes in connection with being an IEX-listed company, and to convey quotation information, transactional reporting information, and other information regarding a company in connection with IEX. This form is required for administrative purposes to facilitate use of a listed company's corporate logos, trade names and trade/service marks.

Symbol Reservation Form

The Symbol Reservation Form enables a company to reserve a symbol to identify its securities trading on IEX. A company can provide its primary choice and two alternatives and IEX will reserve a symbol through the Intermarket Symbols Reservation Authority. This form facilitates the operational aspects of trading symbol reservation and assignment through the Intermarket Symbol Reservation Authority.

2. Statutory Basis

IEX believes that the proposed rule change is consistent with the provisions of Section 6 of the Act, in general and with Sections 6(b)³⁸ of the Act in general, and furthers the objectives of Sections 6(b)(5) of the Act,³⁹ in particular, in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system and, in general, to protect investors and the public interest. The Exchange believes that the proposed rule change supports these objectives because it provides appropriate listing applications, agreements, and forms that are designed to facilitate the collection of necessary information and agreements from listed companies and support IEX's regulatory review

³⁸ 15 U.S.C. 78f.

³⁹ 15 U.S.C. 78f(b)(5).

and monitoring of listed company compliance with IEX's listing rules. The Exchange also believes that providing standardized applications, agreements, and forms will provide a transparent means for listed companies and applicants to provide information required by IEX rules and for administrative purposes to the Exchange which is consistent with the public interest and the protection of investors.

The Exchange also believes that the proposed rule change does not unfairly discriminate between customers, issuers, brokers and dealers since all similarly situated listed companies and applicants will be required to complete the same documentation. Although in some cases different documentation is required, the differences relate solely to the information necessary to assess listing compliance.

The Exchange also notes that substantially similar applications, agreements, and forms are used by Nasdaq so the proposed rule change does not raise any new or novel issues that have not already been considered by the Commission.

B. Self-Regulatory Organization's Statement on Burden on Competition

IEX does not believe that the proposed rule change will result in any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. The proposed rule change requires the collection of information required by IEX rules and for administrative purposes and is not intended to address or advance any competitive issues.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

Written comments were neither solicited nor received.

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The Exchange has designated this rule filing as non-controversial under Section 19(b)(3)(A)⁴⁰ of the Act and Rule 19b-4(f)(6)⁴¹ thereunder. Because the proposed rule change does not: (i) significantly affect the protection of investors or the public interest; (ii) impose any significant burden on competition; and (iii) become operative for 30 days from the date on which it was filed, or such shorter time as the Commission may designate, it has become effective pursuant to Section 19(b)(3)(A) of the Act and Rule 19b-4(f)(6) thereunder.

At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission shall institute proceedings under Section 19(b)(2)(B)⁴² of the Act to determine whether the proposed rule change should be approved or disapproved.

IV. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

Electronic Comments:

- Use the Commission's Internet comment form

(<http://www.sec.gov/rules/sro.shtml>); or

⁴⁰ 15 U.S.C. 78s(b)(3)(A).

⁴¹ 17 CFR 240.19b-4(f)(6).

⁴² 15 U.S.C. 78s(b)(2)(B).

- Send an email to rule-comments@sec.gov. Please include File Number SR-IEX-2017-09 on the subject line.

Paper Comments:

- Send paper comments in triplicate to Brent J. Fields, Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-1090.

All submissions should refer to File Number SR-IEX-2017-09. This file number should be included in the subject line if email is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet website (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for website viewing and printing in the Commission's Public Reference Section, 100 F Street, NE, Washington, DC 20549-1090. Copies of the filing will also be available for inspection and copying at the IEX's principal office and on its Internet website at www.iextrading.com. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-IEX-2017-09 and should be submitted on or

before [insert date 21 days from publication in the Federal Register]. For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.⁴³

⁴³ 17 CFR 200.30-3(a)(12).



IEX LISTING APPLICATION

Initial Public Offering or Distribution Spin-off

Instructions: Please complete all parts of this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION		
Date:		
Company Name (the "Company"):		
Address of Principal Executive Offices:		
Address Line 2:		
City/Province:	State:	Zip/Postal Code:
Country:	Phone:	Fax:
Website:		
State of Incorporation:		
Country of Incorporation:		
Date of Incorporation:		
Date of Fiscal Year End:		
SEC File Number:	Central Index Key (CIK) Code:	
Foreign Private Issuer (yes/no):	DRS Eligible (yes/no):	



GENERAL INFORMATION

Company Description:

PART II: CORPORATE CONTACTS

Please provide information for a primary and an alternate contact and authorized outside legal counsel for the purposes of processing this application.

PRIMARY COMPANY CONTACT

Name:	Title:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	

ALTERNATE COMPANY CONTACT

Name:	Title:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	

OUTSIDE LEGAL COUNSEL

Firm Name:	Contact Name:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	



PART III: SECURITIES/ACCOUNTING

INVESTMENT BANKER			
	Lead Underwriter	Underwriter 2	Underwriter 3
Firm Name:			
Primary Contact:			
Phone:			
Email:			
AUDITOR			
Firm Name:			
City:	State:	Country:	
TRANSFER AGENT			
Firm Name:			

PART IV: OFFERING AND SECURITY INFORMATION

OFFERING AND SECURITY INFORMATION
Type of Offering:
Expected effective date of registration statement:
Expected date of initial trading on IEX:
Expected closing date of offering:



Will delivery of stock certificates (to the members of the underwriting group for distribution) be within three business days of initial inclusion on IEX?

Yes No

If “No”, please note that this will result in a “when-issued” trading market.

Will the stock certificates contain any restrictive legends?

Yes No

If “Yes”, please describe:

PART V: ISSUE-SPECIFIC INFORMATION

	PRIMARY ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Issue Type:			
Issue Class:			
CUSIP:			
Par Value:			
Par Value Currency:			
Number of Votes per Share:			
Anticipated Shares Outstanding after the Offering:			
Anticipated Roundlot Shareholders after the Offering:			
Anticipated Beneficial			



Shareholders after the Offering:			
Unit Components:			
Timing of Unit Separation:			
Reserved Trading Symbol:			
Is the Security Book Entry Only?			

FOR AMERICAN DEPOSITARY SHARES (ADS):

Name of Depositary Bank:

Confirm that the ADS have been issued in a sponsored program: Yes No

Provide the ratio of Underlying Shares:

PART VI: BOARD MEMBER INFORMATION

Provide each board member's full legal name, committee assignments and indicate whether each director is independent, as defined in IEX Rule 14.400.

Name	Independent	Audit Committee	Nominating Committee	Compensation Committee	Financially Sophisticated	Financial Expert



PART VII: REGULATORY REVIEW

REGULATORY PROCEEDINGS/LITIGATION

1. With respect to the Company, its predecessors and its subsidiaries, provide a detailed description of all inquiries, investigations, lawsuits, litigation, arbitration, hearings, or any other legal or administrative proceedings commenced within the past 10 years:
 - a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or



- b. in which claims material to the Company are or were asserted under federal and/or state securities, banking, insurance, tax or bankruptcy laws; or
 - c. in which claims material to the Company are or were asserted otherwise alleging fraud, deceit or misrepresentation. To the extent that such items have been disclosed in the Company's SEC filings, the applicant may refer to and/or submit copies of the relevant SEC's filings in which such matters were disclosed in lieu of providing a detailed description.
 - d. in connection with all proceedings that have been concluded, please provide documentation, which reflects the final disposition of each proceeding. The Company should update Staff promptly of any and all material developments related to the matters identified in the response to these questions and should supplement its response if additional matters arise while its application is pending.
2. With respect to current executive officers, directors, and ten percent or greater shareholders, provide a detailed description of all inquiries, investigations, lawsuits, litigation, arbitration, hearings, or any other legal or administrative proceedings:
- a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or
 - b. in which claims are or were asserted otherwise alleging fraud, deceit or misrepresentation and seeking damages in excess of \$100,000.

Upon review of the information provided by the applicant, Staff may request additional information, such as copies of all court and administrative filings, and documents, which reflect the substance of the allegations of any proceedings described above, and the sanctions imposed, including but not limited to, complaints, indictments, opinions, orders, final judgments, letters of censure, consents, undertakings and SEC formal orders of investigation.

Note 1: With respect to question 2a and 2b, there is no limit on the time frame covered by the request.

Note 2: Questions 1 and 2 should be interpreted broadly and should include matters that relate to trading in the securities of the Company. Accordingly, responses should include communications of any nature that the Company, its officers, director and affiliates have had with FINRA or any other regulatory, civil or criminal agencies concerning trading in the securities of the Company.



Other

Has the Company or any of its predecessors previously applied or requested a review of eligibility to have its securities listed or quoted on any marketplace? If so, please provide the name of the marketplace, and the date and outcome of the application or review. In addition, state whether the Company's securities have ever been delisted; the date and reasons for any delisting; whether the issuer is (was) the subject of any inquiries or investigations by a securities exchange; and the outcome or resolution of such inquiries or investigations. Please note that the issuer's obligation to respond to this question is ongoing and the issuer must promptly advise the Exchange of receipt of any relevant inquiry.

Has the Company filed a Form 10 registration statement, or equivalent document, within the past 12 months for purposes of registering a class of securities under Section 12 of the 1934 Act with the Securities and Exchange Commission (SEC) or other regulatory authority?

Yes No

Date of SEC effectiveness: _____

Date cleared all SEC comments: _____

Is the applicant now filing or has it at any time in the past filed reports with the SEC pursuant to section 13(a) or 15(d) of the Exchange Act?

Yes No

If "Yes", please explain:



Please indicate whether or not the Company has or plans to become public by combining with a public shell, whether through a reverse merger, exchange offer, or otherwise.

Yes No

If "yes", please provide a detailed description of the transaction including the names of all parties to the transaction, the terms of the transaction and the date or expected date of closing.

Provide a list of any equity financings, including any and all bridge financings, shelf registrations, Regulation S offerings, or private placements that are contemplated or have been consummated within the prior six months. Describe the transactions in detail (i.e., date, price per share, discount, terms of conversion, the investors and their relationship to the Company or other participants in the transactions), including the terms and conditions of any resale restrictions.

Please indicate whether or not the issuer conducts any of its operations through a variable interest entity or any similar type of entity where the issuer's control over the entity is based on contractual arrangements rather than equity ownership.

Yes No

If yes, please describe this structure.

The fact that an applicant may meet IEX's numerical guidelines does not necessarily mean that its application will be approved. In connection with the review of any application, and as set forth in the IEX Listing Rules, IEX reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial inclusion, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or other regulatory authority.



PART VIII: SUPPORTING DOCUMENTATION

In addition to a completed Listing Application, prior to approval, IEX will require additional information and supporting documentation. The table below lists the specific documents IEX will require prior to approval of your application. Required documentation must be provided prior to approval, but is not required at the time of original submission.

ADDITIONAL DOCUMENTS REQUIRED
Listing Agreement
Logo Submission Form
Corporate Governance Certification Form
Regulatory Correspondence over the past 12 months
Shareholder Confirmation Documents
Symbol Reservation Form

If the Company qualifies as an emerging growth company under The JOBS Act of 2012 and has submitted a confidential draft registration statement to the SEC in connection with its proposed initial public offering, please attach the most recent copy of this draft registration statement and all related SEC correspondence.

Please note that in addition to the documentation above, the Exchange may request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's initial listing, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or Other Regulatory Authority. A company's security may be denied listing if the company fails to provide such information within a reasonable period of time or if any communication to the Exchange contains a material misrepresentation or omits material information necessary to make the communication to the Exchange not misleading.



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IEX LISTING APPLICATION

Transfer from a National Securities Exchange

Instructions: Please complete all parts of this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION

Date:

Company Name (the "Company"):

Address of Principal Executive Offices:

Address Line 2:

City/Province:

State:

Zip/Postal Code:

Country:

Phone:

Fax:

Website:

State of Incorporation:

Country of Incorporation:

Date of Incorporation:

Date of Fiscal Year End:

SEC File Number:

Central Index Key (CIK) Code:

Foreign Private Issuer (yes/no):

DRS Eligible (yes/no):



GENERAL INFORMATION

Company Description:

PART II: CORPORATE CONTACTS

Please provide information for a primary and an alternate contact and authorized outside legal counsel for the purposes of processing this application.

PRIMARY COMPANY CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

ALTERNATE COMPANY CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

OUTSIDE LEGAL COUNSEL

Firm Name:

Contact Name:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):



PART III: SECURITIES/ACCOUNTING

AUDITOR

Firm Name:

City:

State:

Country:

TRANSFER AGENT

Firm Name:

PART IV: ISSUE-SPECIFIC INFORMATION

	PRIMARY ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Current Trading Symbol:			
Current Market:			
Issue Type:			
Issue Class:			
CUSIP:			
Par Value:			



Par Value Currency:			
Number of Votes per Share:			
Shares Authorized:			
As of Date:			
Shares Outstanding:			
As of Date:			
Shares in Treasury:			
As of Date:			
Roundlot Shareholders:			
As of Date:			
Beneficial Shareholders:			
As of Date:			
Unit Components:			
Timing of Unit Separation:			
Reserved Trading Symbol:			
Is the Security Book Entry Only?			



PART VI: REGULATORY REVIEW

REGULATORY PROCEEDINGS/LITIGATION

Provide a detailed description of any ongoing, undisclosed investigations involving either the Company or any of its executive officers or directors being conducted by the SEC, FINRA, the CFTC, the Department of Justice or any other federal or state criminal authority (attach additional information if necessary).

The fact that an applicant may meet IEX's numerical guidelines does not necessarily mean that its application will be approved. In connection with the review of any application, and as set forth in the IEX Listing Rules, IEX reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial inclusion, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or other regulatory authority.



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IEX LISTING APPLICATION

Transfer from a Market that is not a National Securities Exchange

Instructions: Please complete all parts of this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION		
Date:		
Company Name (the "Company"):		
Address of Principal Executive Offices:		
Address Line 2:		
City/Province:	State:	Zip/Postal Code:
Country:	Phone:	Fax:
Website:		
State of Incorporation:		
Country of Incorporation:		
Date of Incorporation:		
Date of Fiscal Year End:		
SEC File Number:	Central Index Key (CIK) Code:	
Foreign Private Issuer (yes/no):	DRS Eligible (yes/no):	



GENERAL INFORMATION

Company Description:

PART II: CORPORATE CONTACTS

Please provide information for a primary and an alternate contact and authorized outside legal counsel for the purposes of processing this application.

PRIMARY COMPANY CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

ALTERNATE COMPANY CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

OUTSIDE LEGAL COUNSEL

Firm Name:

Contact Name:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):



PART III: SECURITIES/ACCOUNTING

AUDITOR

Firm Name:

City:

State:

Country:

TRANSFER AGENT

Firm Name:

PART IV: ISSUE-SPECIFIC INFORMATION

	PRIMARY ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Current Trading Symbol:			
Current Market:			
Issue Type:			
Issue Class:			
CUSIP:			
Par Value:			
Par Value Currency:			



Number of Votes per Share:			
Shares Authorized:			
As of Date:			
Shares Outstanding:			
As of Date:			
Shares in Treasury:			
As of Date:			
Roundlot Shareholders:			
As of Date:			
Beneficial Shareholders:			
As of Date:			
Unit Components:			
Timing of Unit Separation:			
Reserved Trading Symbol:			
Is the Security Book Entry Only?			



FOR AMERICAN DEPOSITARY SHARES (ADS):

Name of Depositary Bank:

Confirm that the ADS have been issued in a sponsored program: Yes No

Provide the ratio of Underlying Shares:

PART V: BOARD MEMBER INFORMATION

Provide each board member's full legal name, committee assignments and indicate whether each director is independent, as defined in IEX Rule 14.400.

Name	Independent	Audit Committee	Nominating Committee	Compensation Committee	Financially Sophisticated	Financial Expert



PART VI: REGULATORY REVIEW

REGULATORY PROCEEDINGS/LITIGATION

1. With respect to the Company, its predecessors and its subsidiaries, provide a detailed description of all inquiries, investigations, lawsuits, litigation, arbitration, hearings, or any other legal or administrative proceedings commenced within the past 10 years:
 - a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or
 - b. in which claims material to the Company are or were asserted under federal and/or state securities, banking, insurance, tax or bankruptcy laws; or
 - c. in which claims material to the Company are or were asserted otherwise alleging fraud, deceit or misrepresentation. To the extent that such items have been disclosed in the Company's SEC filings, the applicant may refer to and/or submit copies of the relevant SEC's filings in which such matters were disclosed in lieu of providing a detailed description.
 - d. In connection with all proceedings that have been concluded, please provide documentation, which reflects the final disposition of each proceeding. The Company



should update Staff promptly of any and all material developments related to the matters identified in the response to these questions and should supplement its response if additional matters arise while its application is pending.

2. With respect to current executive officers, directors, and ten percent or greater shareholders, provide a detailed description of all inquiries, investigations, lawsuits, litigation, arbitration, hearings, or any other legal or administrative proceedings:
 - a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or
 - b. in which claims are or were asserted otherwise alleging fraud, deceit or misrepresentation and seeking damages in excess of \$100,000.

Upon review of the information provided by the applicant, Staff may request additional information, such as copies of all court and administrative filings, and documents, which reflect the substance of the allegations of any proceedings described above, and the sanctions imposed, including but not limited to, complaints, indictments, opinions, orders, final judgments, letters of censure, consents, undertakings and SEC formal orders of investigation.

Note 1: With respect to question 2a and 2b, there is no limit on the time frame covered by the request.

Note 2: Questions 1 and 2 should be interpreted broadly and should include matters that relate to trading in the securities of the Company. Accordingly, responses should include communications of any nature that the Company, its officers, director and affiliates have had with FINRA or any other regulatory, civil or criminal agencies concerning trading in the securities of the Company.



Other

Has the Company or any of its predecessors previously applied or requested a review of eligibility to have its securities listed or quoted on any marketplace? If so, please provide the name of the marketplace, and the date and outcome of the application or review. In addition, state whether the Company's securities have ever been delisted; the date and reasons for any delisting; whether the issuer is (was) the subject of any inquiries or investigations by a securities exchange; and the outcome or resolution of such inquiries or investigations. Please note that the issuer's obligation to respond to this question is ongoing and the issuer must promptly advise the Exchange of receipt of any relevant inquiry.

Has the Company filed a Form 10 registration statement, or equivalent document, within the past 12 months for purposes of registering a class of securities under Section 12 of the 1934 Act with the Securities and Exchange Commission (SEC) or other regulatory authority?

Yes No

Date of SEC effectiveness: _____

Date cleared all SEC comments: _____

Please indicate whether or not the Company has or plans to become public by combining with a public shell, whether through a reverse merger, exchange offer, or otherwise.

Yes No

If "yes", please provide a detailed description of the transaction including the names of all parties to the transaction, the terms of the transaction and the date or expected date of closing.



Provide a list of any equity financings, including any and all bridge financings, shelf registrations, Regulation S offerings, or private placements that are contemplated or have been consummated within the prior six months. Describe the transactions in detail (i.e., date, price per share, discount, terms of conversion, the investors and their relationship to the Company or other participants in the transactions), including the terms and conditions of any resale restrictions.

Please indicate whether or not the issuer conducts any of its operations through a variable interest entity or any similar type of entity where the issuer's control over the entity is based on contractual arrangements rather than equity ownership.

Yes No

If yes, please describe this structure.

The fact that an applicant may meet IEX's numerical guidelines does not necessarily mean that its application will be approved. In connection with the review of any application, and as set forth in the IEX Listing Rules, IEX reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial inclusion, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or other regulatory authority.

PART VII: SUPPORTING DOCUMENTATION

In addition to a completed Listing Application, prior to approval, IEX will require additional information and supporting documentation. The table below lists the specific documents IEX will require prior to approval of your application. Required documentation must be provided prior to approval, but is not required at the time of original submission.



ADDITIONAL DOCUMENTS REQUIRED

Listing Agreement

Logo Submission Form

Corporate Governance Certification Form

Regulatory Correspondence over the past 12 months

Shareholder Confirmation Documents

Please note that in addition to the documentation above, the Exchange may request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's initial listing, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or Other Regulatory Authority. A company's security may be denied listing if the company fails to provide such information within a reasonable period of time or if any communication to the Exchange contains a material misrepresentation or omits material information necessary to make the communication to the Exchange not misleading.

PART VIII: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Applicants have a continuing duty to update responses to each of the questions on this application whenever there is an addition to or change in information previously furnished.



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IEX LISTING APPLICATION

Listing of a New Class of Securities by a Listed Company

Instructions: Please complete all parts of this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION		
Date:		
Company Name (the "Company"):		
Address of Principal Executive Offices:		
Address Line 2:		
City/Province:	State:	Zip/Postal Code:
Country:	Phone:	Fax:
Website:		
State of Incorporation:		
Country of Incorporation:		
Date of Incorporation:		
Date of Fiscal Year End:		
SEC File Number:	Central Index Key (CIK) Code:	
Foreign Private Issuer (yes/no):	DRS Eligible (yes/no):	



GENERAL INFORMATION

Company Description:

PART II: CORPORATE CONTACTS

Please provide information for a primary and an alternate contact and authorized outside legal counsel for the purposes of processing this application.

PRIMARY COMPANY CONTACT

Name:	Title:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	

ALTERNATE COMPANY CONTACT

Name:	Title:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	

OUTSIDE LEGAL COUNSEL

Firm Name:	Contact Name:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	



PART III: SECURITIES/ACCOUNTING

INVESTMENT BANKER OR MARKET MAKER CONTACTS

	Lead Underwriter	Underwriter 2	Underwriter 3
Firm Name:			
Primary Contact:			
Phone:			
Email:			

TRANSFER AGENT

Firm Name:

PART IV: OFFERING AND SECURITY INFORMATION

DESCRIPTION OF OFFERING

Type of Offering:

Expected effective date of registration statement:

Expected date of initial trading on IEX:

Expected closing date of offering:

Will delivery of stock certificates (to the members of the underwriting group for distribution) be within three business days of initial inclusion on IEX?

Yes No

If "No", please note that this will result in a "when-issued" trading market.



Will the stock certificates contain any restrictive legends?

Yes No

If "Yes", please describe:

SECURITY INFORMATION

Will the CUSIP number(s) be included in the file of eligible issues of a registered securities depository upon the commencement of trading?

Yes No

Does the Company have any class of common stock or other security entitling the holder(s) to differential voting rights, dividend payments, or other preferences?

Yes No

If "Yes", please provide a complete description of such rights or preferences.

Is there an existing public market for the issues(s) covered by this application?

Yes No



PART V: ISSUE-SPECIFIC INFORMATION

	PRIMARY ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Issue Type:			
Issue Class:			
CUSIP:			
Par Value:			
Par Value Currency:			
Number of Votes per Share:			
Anticipated Shares Outstanding after the Offering:			
Anticipated Roundlot Shareholders after the Offering:			
Anticipated Beneficial Shareholders after the Offering:			
Number of Votes per Share:			
Unit Components:			
Timing of Unit Separation:			



Reserved Trading Symbol:			
Is the Security Book Entry Only?			
FOR AMERICAN DEPOSITARY SHARES (ADS):			
Name of Depositary Bank:			
Confirm that the ADS have been issued in a sponsored program: Yes <input type="checkbox"/> No <input type="checkbox"/>			
Provide the ratio of Underlying Shares:			

PART VI: REGULATORY REVIEW

Other

Provide a detailed description of any ongoing, undisclosed investigations involving either the Company or any of its executive officers or directors being conducted by the SEC, FINRA, the CFTC, the Department of Justice or any other federal or state criminal authority (attach additional information if necessary).

The fact that an applicant may meet IEX's numerical guidelines does not necessarily mean that its application will be approved. In connection with the review of any application, and as set forth in the IEX Listing Rules, IEX reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial inclusion, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or other regulatory authority.



PART VII: SUPPORTING DOCUMENTATION

In addition to a completed Listing Application, prior to approval, IEX will require additional information and supporting documentation. The table below lists the specific documents IEX will require prior to approval of your application. Required documentation must be provided prior to approval, but is not required at the time of original submission.

ADDITIONAL DOCUMENTS REQUIRED

Shareholder Confirmation Documents

Please note that in addition to the documentation above, the Exchange may request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's initial listing, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or Other Regulatory Authority. A company's security may be denied listing if the company fails to provide such information within a reasonable period of time or if any communication to the Exchange contains a material misrepresentation or omits material information necessary to make the communication to the Exchange not misleading.

PART VIII: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Applicants have a continuing duty to update responses to each of the questions on this application whenever there is an addition to or change in information previously furnished.



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IEX LISTING APPLICATION

Listing following a Change of Control Between a Listed Company and an Unlisted Company

Instructions: Please complete all parts of this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION

Date:

Company Name (the "Company"):

Address of Principal Executive Offices:

Address Line 2:

City/Province:

State:

Zip/Postal Code:

Country:

Phone:

Fax:

Website:

State of Incorporation:

Country of Incorporation:

Date of Incorporation:

Date of Fiscal Year End:

SEC File Number:

Central Index Key (CIK) Code:

Foreign Private Issuer (yes/no):

DRS Eligible (yes/no):



GENERAL INFORMATION

Company Description:

PART II: CORPORATE CONTACTS

PRIMARY COMPANY CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

ALTERNATE COMPANY CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

OUTSIDE LEGAL COUNSEL

Firm Name:

Contact Name:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):



PART III: SECURITIES/ACCOUNTING

AUDITOR

Firm Name:

City:

State:

Country:

TRANSFER AGENT

Firm Name:

PART IV: ASSOCIATED CORPORATE ACTIONS

To the extent that an issuer that is currently listed on IEX is expected to be the survivor of the proposed transaction for SEC reporting purposes, please indicate if any of the following changes are expected to occur in connection with the merger.

- Change in Company Name
- Change in Trading Symbol
- Change in CUSIP
- Reverse Stock Split
- Other

Note: Companies will also need to complete a separate Company Event Notification Form to notify IEX of the changes. This form should be submitted at the time of application.

Please use this space to provide any explanatory comments.



PART V: ISSUE-SPECIFIC INFORMATION

	PRIMARY ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Current Trading Symbol:			
Current Market:			
Issue Type:			
Issue Class:			
CUSIP:			
Par Value:			
Par Value Currency:			
Number of Votes per Share:			
Anticipated Shares Outstanding after the Transaction:			
Anticipated Roundlot Shareholders after the Transaction:			
Anticipated Beneficial Shareholders after the Transaction:			
Number of Votes per Share:			
Unit Components:			
Timing of Unit Separation:			



Reserved Trading Symbol:			
Is the Security Book Entry Only?			
Expected Date of Initial Trading:			
FOR AMERICAN DEPOSITARY SHARES (ADS):			
Name of Depositary Bank:			
Confirm that the ADS have been issued in a sponsored program:	Yes <input type="checkbox"/> No <input type="checkbox"/>		
Provide the ratio of Underlying Shares:			

PART VI: BOARD MEMBER INFORMATION

Provide each board member's full legal name, committee assignments and indicate whether each director is independent, as defined in IEX Rule 14.400.

Name	Independent	Audit Committee	Nominating Committee	Compensation Committee	Financially Sophisticated	Financial Expert



PART VII: REGULATORY REVIEW

Regulatory Proceedings/Litigation

1. With respect to the Company, its predecessors and its subsidiaries, provide a detailed description of all inquiries, investigations, lawsuits, litigation, arbitration, hearings, or any other legal or administrative proceedings commenced within the past 10 years:
 - a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or
 - b. in which claims material to the Company are or were asserted under federal and/or state securities, banking, insurance, tax or bankruptcy laws; or
 - c. in which claims material to the Company are or were asserted otherwise alleging fraud, deceit or misrepresentation. To the extent that such items have been disclosed in the Company's SEC filings, the applicant may refer to and/or submit copies of the relevant



SEC's filings in which such matters were disclosed in lieu of providing a detailed description.

- d. in connection with all proceedings that have been concluded, please provide documentation, which reflects the final disposition of each proceeding. The Company should update Staff promptly of any and all material developments related to the matters identified in the response to these questions and should supplement its response if additional matters arise while its application is pending.
-
2. With respect to current executive officers, directors, and ten percent or greater shareholders, provide a detailed description of all inquiries, investigations, lawsuits, litigation, arbitration, hearings, or any other legal or administrative proceedings:
 - a. that are or were initiated or conducted by any regulatory, civil or criminal agency (including but not limited to the SEC, FINRA, PCAOB, state securities, banking and insurance regulators, Commodities Futures Trading Commission, Department of Justice, state bar associations, state boards of accountancy, or any foreign regulatory, civil or criminal authority); or
 - b. in which claims are or were asserted otherwise alleging fraud, deceit or misrepresentation and seeking damages in excess of \$100,000.

Upon review of the information provided by the applicant, Staff may request additional information, such as copies of all court and administrative filings, and documents, which reflect the substance of the allegations of any proceedings described above, and the sanctions imposed, including but not limited to, complaints, indictments, opinions, orders, final judgments, letters of censure, consents, undertakings and SEC formal orders of investigation.

Note 1: With respect to question 2a and 2b, there is no limit on the time frame covered by the request.

Note 2: Questions 1 and 2 should be interpreted broadly and should include matters that relate to the trading in the securities of the Company. Accordingly, responses should include communications of any nature that the Company, its officers, directors and affiliates have had with FINRA or any other regulatory, civil or criminal agencies concerning trading in the securities of the Company.



Other

Has the Company or any of its predecessors previously applied or requested a review of eligibility to have its securities listed or quoted on any marketplace? If so, please provide the name of the marketplace, and the date and outcome of the application or review. In addition, state whether the Company's securities have ever been delisted; the date and reasons for any delisting; whether the issuer is (was) the subject of any inquiries or investigations by a securities exchange; and the outcome or resolution of such inquiries or investigations. Please note that the issuer's obligation to respond to this question is ongoing and the issuer must promptly advise the Exchange of receipt of any relevant inquiry.

Is the Company seeking to list pursuant to, or in connection with, a merger with an IEX-listed company?

Yes No

If "yes", please provide a brief description of the proposed transaction. Be sure to identify the surviving company that will list on IEX following the proposed transaction. Please also provide the desired symbol.

Has the Company filed a Form 10 registration statement, or equivalent document, within the past 12 months for purposes of registering a class of securities under Section 12 of the 1934 Act with the Securities and Exchange Commission (SEC) or other regulatory authority?

Yes No

Date of SEC effectiveness: _____

Date cleared all SEC comments: _____



Provide a list of any equity financings, including any and all bridge financings, shelf registrations, Regulation S offerings, or private placements that are contemplated or have been consummated within the prior six months. Describe the transactions in detail (i.e., date, price per share, discount, terms of conversion, the investors and their relationship to the Company or other participants in the transactions), including the terms and conditions of any resale restrictions.

Please indicate whether or not the issuer conducts any of its operations through a variable interest entity or any similar type of entity where the issuer's control over the entity is based on contractual arrangements rather than equity ownership.

Yes No

If yes, please describe this structure.

The fact that an applicant may meet IEX's numerical guidelines does not necessarily mean that its application will be approved. In connection with the review of any application, and as set forth in the IEX Listing Rules, IEX reserves the right to request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's qualification for initial inclusion, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or other regulatory authority.

PART VIII: SUPPORTING DOCUMENTATION

In addition to a completed Listing Application, prior to approval, IEX will require additional information and supporting documentation. The table below lists the specific documents IEX will require prior to approval of your application. Required documentation must be provided prior to approval, but is not required at the time of original submission.



ADDITIONAL DOCUMENTS REQUIRED

Listing Agreement

Logo Submission Form

Corporate Governance Certification Form

Regulatory Correspondence over the past 12 months

Shareholder Confirmation Documents

Symbol Reservation Form

Please note that in addition to the documentation above, the Exchange may request additional information or documentation, public or non-public, deemed necessary to make a determination regarding a security's initial listing, including, but not limited to, any material provided to or received from the Securities and Exchange Commission or Other Regulatory Authority. A company's security may be denied listing if the company fails to provide such information within a reasonable period of time or if any communication to the Exchange contains a material misrepresentation or omits material information necessary to make the communication to the Exchange not misleading.

PART IX: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Applicants have a continuing duty to update responses to each of the questions on this application whenever there is an addition to or change in information previously furnished.



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IEX LISTING AGREEMENT

Instructions: Please complete each part of the form.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION	
Date:	
Company Name:	
Symbol:	
PLEASE PROVIDE YOUR CONTACT INFORMATION FOR THIS FORM	
Name:	Title/Firm:
Phone:	Email:

PART II: LISTING AGREEMENT

_____ (the "Company"), in consideration for the listing of its securities on the Investors Exchange LLC, hereby agrees with Investors Exchange LLC ("IEX") that:

1. Company certifies that it understands and agrees to comply with all IEX rules, as they may be amended from time to time, and pay all applicable listing fees when due.
2. Company agrees to promptly notify IEX in writing of any corporate action or other event which will cause Company to cease to be in compliance with IEX listing requirements.
3. Company understands that IEX may remove its securities from the Investors Exchange LLC, pursuant to applicable procedures, if it fails to meet one or more requirements of Paragraphs 1-2.
4. Company understands that if an exception to any of the provisions of any of the IEX rules has been granted by IEX, such exception shall, during the time it is in effect, supersede any conflicting provision of this Listing Agreement.



5. Company warrants and represents that any trading symbol requested to be used by Company does not violate any trade/service mark, trade name, or other intellectual property right of any third party. Company agrees and understands that a trading symbol is provided to Company for the limited purpose of identifying Company's security in authorized quotation and trading systems and that Company has no ownership rights in the trading symbol. The assignment and use of a trading symbol is governed by the National Market System Plan for the Selection and Reservation of Securities Symbols, as may be amended from time to time.
6. Company hereby grants to IEX a non-exclusive, royalty free, license to use Company's logos, trade names, and trade/service marks in IEX's advertising, literature, media interactions, industry events, conferences, websites, social media content, and mobile applications solely in connection with marketing and related purposes in connection with being an IEX-listed company, and to convey quotation information, transactional reporting information, and other information regarding Company in connection with IEX. Company agrees to hold harmless and indemnify IEX (and its officers, directors, employees and agents) against any and all claims and losses, including but not limited to costs and attorneys' fees, resulting from, suffered, or incurred as a result of any third party's claim or litigation relating to the infringement of any trade/service mark, trade name, or other intellectual property right related to or arising out of IEX's use of Company's trading symbol, corporate logos, Web site address, trade names, and trade/service marks in accordance with the terms of this Listing Agreement.

IEX Warranties-Disclaimers of Warranties.

For any goods or services provided to Company, IEX shall endeavor to provide them in a good and workmanlike manner. Beyond the warranties stated in this section, there are no other warranties of any kind, express, implied or statutory (including the implied warranties of merchantability or fitness for a particular use or purpose).

Limitation of Liability.

1. In no event will IEX be liable for any trading losses, loss of profits, indirect, special, punitive, consequential, or incidental loss or damage, even if IEX has been advised of the possibility of such damages. If IEX is, for any reason, held liable for any of the above, the liability of IEX is limited:
 - a. for goods and services for which Company is specifically charged, to the amount paid by Company for those goods or services during the twelve (12) months preceding the accrual of the claim; and
 - b. in all other instances, to the amount of the annual listing fee paid by Company during the twelve (12) months preceding the accrual of the claim.



2. Notwithstanding the foregoing, IEX shall not be relieved from liability for damages that result from IEX's gross negligence or willful tortious misconduct, or from personal injury or wrongful death claims.
3. For goods and services provided under a separate written agreement, the limitation of liability provisions in that agreement shall govern any claims relating to or arising from the provision of those goods and services.
4. Under no circumstances shall IEX have any liability for any third party's goods and/or services.
5. Company and IEX agree that these terms reflect a reasonable allocation of risk and limitation of liability.
6. This Listing Agreement shall be deemed to have been made in the United States, in the State of New York and shall be construed and enforced in accordance with the laws of the State of New York, without reference to principles of conflicts of laws.

PART III: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date



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CORPORATE GOVERNANCE

CERTIFICATION

Instructions: Please complete each part of this certification form. For each individual section in Part II identify how the company either satisfies the applicable requirement or is exempt from the requirement.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION	
Date:	
Company Name (the "Company"):	
Symbol:	
PLEASE PROVIDE YOUR CONTACT INFORMATION FOR THIS FORM	
Name:	Title/Firm:
Phone:	Email:

PART II: CERTIFICATION

Upon the Company's listing on the Investors Exchange LLC ("IEX"), the Company must comply with IEX's requirements relating to audit committees, the director nomination's process, the compensation of officers, board composition, executive sessions, quorum, code of conduct, Direct Registration System eligibility and internal audit. By completing this form, you are certifying your Company's compliance with, or exemption from, these requirements.

In addition, IEX's listing rules include certain disclosure and notification requirements relating to the use of exemptions and phase-in schedules that are not outlined in this certification. Each Company is responsible for ensuring compliance with such requirements.

Also note that companies are required to submit an updated Corporate Governance Certification any time an event occurs that makes a current form inaccurate, including any changes to the composition of the board or committees, or a change in the status of a company that is a Smaller Reporting Company (as defined in Rule 12b-2 of the Securities Exchange Act of 1934), Controlled Company (as defined in IEX Rule 14.407(c)(1)) or a Foreign Private Issuer (as defined in IEX Rule 14.002(15)).



1. Audit Committee Composition – Rule 14.405(c)(2)

I hereby certify that the Company has, and will continue to have, an Audit Committee of at least three members, comprised solely of directors each of whom:

(1) meets IEX's definition of independence contained in Rule 14.405(a)(2) (subject to the exception provided in Rule 14.405(c)(2)(B) and the cure period provided in Rule 14.405(c)(4));

(2) meets the requirements of SEC Rule 10A-3(b)(1) (subject to exceptions provided in Rule 10A-3(c) and the cure period provided in Rule 14.405(c)(4));

(3) has not participated in the preparation of the financial statements of the Company or any current subsidiary of the Company at any time during the past three years; and

(4) is able to read and understand fundamental financial statements, including a company's balance sheet, income statement, and cash flow statement, as required by Rule 14.405(c)(2).

In addition, I hereby certify that the Company has, and will continue to have, at least one member of the Audit Committee who has past employment experience in finance or accounting, requisite professional certification in accounting, or any other comparable experience or background which results in the individual's financial sophistication, including being or having been a chief executive officer, chief financial officer or other senior officer with financial oversight responsibilities.

For Index Fund Shares and Managed Fund Shares Only: I hereby certify that the Company has, and will continue to have, an Audit Committee that meets the requirements of SEC Rule 10A-3(b)(1) (subject to exceptions provided in Rule 10A-3(c) and the cure period provided in Rule 14.405(c)(4)).

For Cooperatives Only: I hereby certify that the Company has, and will continue to have, an Audit Committee that meets the requirements of SEC Rule 10A-3(b)(1) (subject to exceptions provided in Rule 10A-3(c) and the cure period provided in Rule 14.405(c)(4)).

For Companies with Exceptional and Limited Circumstances Only: I hereby certify that the Company will comply with this requirement by having a committee comprised of all independent directors, except for one director, who meets the criteria set forth in Rule 14.405(c)(2)(B) and Section 10A(m)(3) under the Act, where the board, under exceptional and limited circumstances, has determined that it is in the best interests of the Company and its shareholders to do so.

For Companies that in the Last Year Completed an Initial Public Offering or Spin-off, or Transferred from Another Market: I hereby certify that the Company is utilizing the phase-in provisions of Rule 14.407(b) for the Audit Committee Composition requirement. In addition, I hereby certify that the Company will fully comply with this requirement as of the end of the phase-in period.



For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws. A company checking this box must still have an audit committee that satisfies Rule 14.405(c)(3) and ensure that such audit committee members meet the independence requirement in Rule 14.405(c)(2)(A)(ii).

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

2. Audit Committee Charter – Rule 14.405(c)(1)

I hereby certify that the Company has adopted a formal written Audit Committee charter specifying the items enumerated in Rule 14.405(c)(1), and that the Audit Committee will review and assess the adequacy of the charter on an annual basis.

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.

For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

3. Independent Director Oversight of Director Nominations – Rule 14.405(e)(1)

I hereby certify that the Company complies with Rule 14.405(e)(1), which requires that director nominees be selected, or recommended for the Board's selection, by a Nominations Committee comprised solely of independent directors.

OR

I hereby certify that the Company complies with Rule 14.405(e)(1), which requires that director nominees be selected or recommended for the Board's selection, by a majority of its independent directors meeting in executive session.



For Companies with Exceptional and Limited Circumstances Only: I hereby certify that the Company will comply with this requirement by having a committee comprised of all independent directors, except for one director where the board, under exceptional and limited circumstances, has determined that it is in the best interests of the Company and its shareholders to do so.

For Companies that in the Last Year Completed an Initial Public Offering or Spin-off, Emerged from Bankruptcy or Transferred from Another Market: I hereby certify that the Company is utilizing the phase-in provisions of Rule 14.407(b) for the Director Nominations Process requirement. In addition, I hereby certify that the Company will fully comply with this requirement as of the end of the phase-in period.

For Companies that in the Last Year Ceased to be a Controlled Company: I hereby certify that the Company is utilizing the phase-in provisions of Rule 14.407(c) for the Director Nominations Process requirement. In addition, I hereby certify that the Company will fully comply with this requirement as of the end of the phase-in period.

For Controlled Companies Only: I hereby certify that the Company is exempt from this requirement as a Controlled Company.

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.

For Companies with Pre-Existing Agreements Only: I hereby certify that the Company is subject to a binding obligation that requires a director nomination structure inconsistent with Rule 14.405(e)(1). Pursuant to Rule 14.405(e)(5), such a company is not required to comply with the nomination requirements.

For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.

For Management Investment Companies Only: I hereby certify that the Company is exempt from this requirement as a management investment company registered under the Investment Company Act of 1940.



For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

For Cooperatives Only: I hereby certify that the Company is exempt from this requirement as a cooperative.

4. Nominations Committee Charter or Board Resolution – Rule 14.405(e)(2)

I hereby certify that the Company complies with Rule 14.405(e)(2), which requires companies to adopt 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 Controlled Companies Only: I hereby certify that the Company is exempt from this requirement as a Controlled Company.

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.

For Companies with Pre-Existing Agreements Only: I hereby certify that the Company is subject to a binding obligation that requires a director nomination structure inconsistent with Rule 14.405(e)(2).

Pursuant to Rule 14.405(e)(5), such a company is not required to comply with the nomination requirements.

For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.

For Management Investment Companies Only: I hereby certify that the Company is exempt from this requirement as a management investment company registered under the Investment Company Act of 1940.

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).



For Cooperatives Only: I hereby certify that the Company is exempt from this requirement as a cooperative.

5A. Compensation Committee Charter – Rule 14.405(d)(1)

I hereby certify that the Company has adopted a formal written compensation committee charter specifying the items enumerated in Rule 14.405(d)(1), and that the compensation committee will review and reassess the adequacy of the charter on an annual basis.

For Smaller Reporting Companies Only: I hereby certify that the Company is a Smaller Reporting Company and has adopted a formal written compensation committee charter or board resolution specifying the items enumerated in Rule 14.405(d)(1)(A)-(C).

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.

For Controlled Companies Only: I hereby certify that the Company is exempt from this requirement as a Controlled Company.

For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.

For Management Investment Companies Only: I hereby certify that the Company is exempt from this requirement as a management investment company registered under the Investment Company Act of 1940.

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

For Cooperatives Only: I hereby certify that the Company is exempt from this requirement as a cooperative.

5B. Compensation Committee Composition – Rule 14.405(d)(2)

I hereby certify that the Company has, and will continue to have, a compensation committee of at least two members. Each compensation committee member is an Independent Director as defined



under Rule 14.405(a)(2). In addition, in affirmatively determining the independence of any director who will serve on the compensation committee, the board of directors has considered, and will continue to consider, all factors specifically relevant to determining whether a director has a relationship to the Company which is material to that director's ability to be independent from management in connection with the duties of a compensation committee member, including, but not limited to:

- (i) the source of compensation of such director, including any consulting, advisory or other compensatory fee paid by the Company to such director; and
- (ii) whether such director is affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company.

For Smaller Reporting Companies: I hereby certify that the Company is a Smaller Reporting Company and has, and will continue to have, a compensation committee of at least two members. Each compensation committee member is an Independent Director as defined under Rule 14.405(a)(2).

For Companies with Exceptional and Limited Circumstances Only (including Smaller Reporting Companies): I hereby certify that the Company has a compensation committee comprised of at least three members and is relying on the exception in Rule 14.405(d)(2)(B) for one director where the board, under exceptional and limited circumstances, has determined that it is in the best interests of the Company and its Shareholders to do so.

For Companies that in the Last Year Completed an Initial Public Offering or Spin-Off, Emerged from Bankruptcy, Transferred from Another Market or Ceased to be a Smaller Reporting Company: I hereby certify that the Company is utilizing the phase-in provisions of Rule 14.407(b) for the compensation committee composition requirement. In addition, I hereby certify that the Company will fully comply with this requirement as of the end of the phase-in period.

For Companies that in the Last Year Ceased to be a Controlled Company: I hereby certify that the Company is utilizing the phase-in provisions of Rule 14.407(c) for the compensation committee composition requirement. In addition, I hereby certify that the Company will fully comply with this requirement as of the end of the phase-in period.

For Controlled Companies Only: I hereby certify that the Company is exempt from this requirement as a Controlled Company.

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.



For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.

For Management Investment Companies Only: I hereby certify that the Company is exempt from this requirement as a management investment company registered under the Investment Company Act of 1940.

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

For Cooperatives Only: I hereby certify that the Company is exempt from this requirement as a cooperative.

6. Independent Directors - Rule 14.405(b)

I hereby certify that the Company's board of directors is comprised of a majority of independent directors as required by Rule 14.405(b)(1).

For Companies that in the Last Year Completed an Initial Public Offering or Spin-off, Emerged from Bankruptcy or Transferred from Another Market: I hereby certify that the Company is utilizing the phase-in provisions of Rule 14.407(b) for the Majority Independent Director requirement. In addition, I hereby certify that the Company will fully comply with this requirement as of the end of the phase-in period.

For Controlled Companies Only: I hereby certify that the Company is exempt from this requirement as a Controlled Company.

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.

For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.



For Management Investment Companies Only: I hereby certify that the Company is exempt from this requirement as a management investment company registered under the Investment Company Act of 1940.

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

For Cooperatives Only: I hereby certify that the Company is exempt from this requirement as a cooperative.

7. Executive Sessions – Rule 14.405(b)(2)

I hereby certify that the Company will have regularly scheduled meetings at which only independent directors present (“executive sessions”), as required by Rule 14.405(b)(2).

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company’s home country certifying that the Company’s practices are not prohibited by the home country laws.

For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.

For Management Investment Companies Only: I hereby certify that the Company is exempt from this requirement as a management investment company registered under the Investment Company Act of 1940.

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

For Cooperatives Only: I hereby certify that the Company is exempt from this requirement as a cooperative.

8. Quorum – Rule 14.408(c)

I hereby certify that the Company's by-laws provide for a quorum of at least 33 1/3 percent of the outstanding shares of the Company's common voting stock, as required by Rule 14.408(c).



For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.

9. Code of Conduct – Rule 14.406

I hereby certify that the Company has adopted one or more codes of conduct applicable to all directors, officers and employees, and that such codes are publicly available, as required by Rule 14.406.

For Foreign Private Issuers Only: I hereby certify that the Company is following home country practices in lieu of this requirement and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that the Company's practices are not prohibited by the home country laws.

For Limited Partnerships Only: I hereby certify that the Company is exempt from this requirement as a limited partnership.

For Management Investment Companies Only: I hereby certify that the Company is exempt from this requirement as a management investment company registered under the Investment Company Act of 1940.

For Asset Backed or Other Passive Issuers Only: I hereby certify that the Company is exempt from this requirement pursuant to Rule 14.407(a)(1).

10. DRS Eligibility Requirement – Rule 14.208

I hereby certify that the Company's securities are eligible for a Direct Registration Program operated by a clearing agency registered under Section 17A of the Exchange Act, as required by Rule 14.203(c) and Rule 14.208.

For Foreign Issuers Only: I hereby certify that the Company is a foreign issuer, as defined under Rule 3b-4 under the Securities Exchange Act of 1934, and has provided IEX with a written statement from an independent counsel in the Company's home country certifying that a law or regulation in the Company's home country prohibits compliance with this requirement.

For Companies whose Securities are Book Entry Only: I hereby certify that the Company is exempt from this requirement because the Company's securities are book entry only.



11. Internal Audit Function - Rule 14.414

I hereby certify that the Company has, and will continue to have, an internal audit function to provide management and the audit committee with ongoing assessments of the Company's risk management process and system of internal control, as required by Rule 14.414.

For Companies that in the Last Year Completed an Initial Public Offering or Spin-off or Transferred from Another Market: I hereby certify that the Company is utilizing the transition period provisions in Rule 14.414(b) for the Internal Audit Function requirement. In addition, I hereby certify that the Company will fully comply with this requirement as of the end of the applicable transition period.

PART III: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Companies have a continuing duty to update responses to each of the questions on this form whenever there is an addition to or change in information previously furnished.



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SHARES OUTSTANDING CHANGE

Instructions: Please complete each part of the form.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION

Date:

Company Name (the "Company"):

PRIMARY CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if company is located outside of the U.S.):

ALTERNATE CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if company is located outside of the U.S.):

PART II: TRANSACTION INFORMATION



REASON FOR THE UPDATE

Please provide the reason for the update and any additional information that may help staff process this form.

TRANSACTION DETAILS

Issue Symbol:

Issue Type:

CUSIP:

Number of Shares Authorized Before the Change:

Number of Shares Authorized After the Change:

Number of Shares Outstanding Before the Change:

Number of Shares Outstanding After the Change:

Effective Date of Change:

Provide a brief description of the transaction resulting in the change (e.g., merger, acquisition, exchange, distribution, stock split, reverse split and acquisition of stock for treasury).

PART III: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Companies have a continuing duty to update responses to each of the questions on this form whenever there is an addition to or change in information previously furnished.



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LISTING OF ADDITIONAL SHARES

Instructions: Please complete all parts of this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION

Date:

Company Name (the "Company"):

PART II: CORPORATE CONTACTS

PRIMARY CONTACT

IEX will conduct all communications with respect to the applicant with the designated primary applicant.

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

ALTERNATE CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):



OUTSIDE LEGAL COUNSEL

Firm Name:

Contact Name:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):

PART III: GENERAL INFORMATION

GENERAL INFORMATION

Symbol:

CUSIP:

Security Class and Description:

Pre-transaction Total Shares Outstanding (TS),
excluding Treasury Shares:

As of (mm/dd/yy):

As reported in the Company's (enter SEC Form
type):

Provide a brief description of the transaction:



Select the box(es) below that best describe the nature of the transaction.

- Acquisition/Merger
- Adoption/Amendment to Equity Compensation Plan
- Dividend Reinvestment Plan
- Employee Savings, Stock Purchase or 401(k) Plan
- Equity Award Repricing or Similar Action
- Exchange Offer
- Inducement Grant
- Litigation Settlement
- Private Placement
- Professional Services Agreement
- Public Offering
- Recapitalization
- Rights Offering (other than a Poison Pill)
- Other (provide separate detailed explanation)

Describe:



List all filings made or expected to be made with the SEC related to the transaction, including the form type and the date filed on EDGAR.

Shares offered by Company (including shares underlying convertible securities):

Shares sold by selling shareholders:

Maximum number of shares to be offered:

Are there any contingencies that would result in the issuance of additional shares not included above (such as earn-out payments, anti-dilution adjustments, price protection, reset or other similar provision)?

Yes No

Are any of the securities to be issued convertible or exercisable into common stock?

Yes No

Are the securities future priced securities? (Refer to Supplementary Material .04 to IEX Rule 14.412, for a definition of future priced securities)

Yes No

Does any officer, director, employee or consultant of the Company have a direct or indirect interest in the transaction (including as a selling shareholder)?

Yes No

Does any shareholder who owns 5% or more of the Company have a direct or indirect interest in the transaction (including as a selling shareholder)?

Yes No



In connection with the transaction, will any party receive board nomination or designation rights?

Yes No

If you answered Yes to any of the above questions, please explain below:

SHAREHOLDER INFORMATION

Provide the name and percentage ownership of the largest shareholder (if greater than 5%) before and after the transaction, assuming the maximum number of shares is issued.

	BEFORE TRANSACTION	AFTER TRANSACTION
Largest Shareholder Name:		
Percentage Ownership:		
Date of Board Approval:		
Date of Shareholder Approval (if applicable):		
Date or Expected Date of Issuance:		

PART IV: TRANSACTION INFORMATION



ACQUISITION/MERGER

1. Describe the company or assets being acquired:

2. Can any shares or convertible securities be issued to any party other than the target or its shareholders in connection with the transaction?

Yes No

Please explain:

3. Will the Company assume any equity compensation plans of the target?

Yes No

Will future equity awards be issued under assumed plans? Yes No

Were the assumed plans approved by target shareholders? Yes No

4. Will the Company assume any equity compensation awards issued outside of the assumed plans referred to in question 3?

Yes No

Please explain:

Please make sure you included those shares in the maximum number of shares to be offered listed in General Information.

EQUITY COMPENSATION ARRANGEMENTS

Name of plan or plan amendment:

For an amendment that increases the number of authorized shares in an existing plan, please provide:



Plan shares before this amendment:	
Shares added by this amendment:	
Total plan shares:	
If the plan or amendment was not approved by shareholders, upon which exception to IEX Rule 14.412(c) is the Company relying?	
For an inducement grant, provide the date the offer of employment was accepted, or other agreement made, pursuant to which the inducement grant will be issued:	
For a repricing or other action that would have a similar effect, provide the reference in the plan or other governing document that gives the Company specific authority to act or indicate the date when shareholder approval was obtained:	

PRIVATE PLACEMENT/PUBLIC OFFERINGS

1. Date and time (or expected date) or definitive agreement or underwriting agreement:	
2. Provide the book value per share from the most recent SEC filing:	
3. Provide the sale price per share or conversion price:	
4. Will the sale price or conversion price be at least the greater of book and market value (closing price) of the common stock on the date and time provided in question 1? Yes <input type="checkbox"/> No <input type="checkbox"/>	
5. What is the use of proceeds?	
6. Are any proceeds from the private placement being used to fund the acquisition of the stock or assets of another company? Yes <input type="checkbox"/> No <input type="checkbox"/>	



7. Name of the brokerage firm or placement agent (if any):

8. Will any placement fees be paid in the Company's common stock or securities convertible into common stock?

Yes No

If yes, please explain:

PRE-OFFERING PUBLIC FLOAT

The Securities and Exchange Commission's Regulation M governs the activities of underwriters, issuers, selling security holders and others in connection with offerings of securities. Regulation M is designed to prohibit activities that could artificially influence the market for the offered security, based on measures such as the dollar value of the average daily trading volume and the company's public float. A company conducting a public offering should complete this section to update its public float, in order to avoid unnecessary trading restrictions being placed on the distribution of its securities.

For purposes of this section, a company should determine its public float by subtracting from the non-diluted total shares outstanding shares owned by officers, directors, and persons or entities with a 5% or greater ownership position ("affiliates"). Shares owned by affiliates do not include any convertible securities such as options, warrants, convertible notes and convertible preferred stock.

CUSIP/CINS number:	
Shares held by affiliates pre-offering:	
Shares in the public float pre-offering:	
Date of public float calculation:	

PART V: SUPPORTING DOCUMENTATION



To facilitate the review process, please submit supporting documentation as soon as possible. You can submit additional documentation for your application at any time during the Listing of Additional Shares review process. Please note that the Exchange may also request additional information or documentation, public or non-public, deemed necessary to perform its review.

PART VI: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Companies have a continuing duty to update responses to each of the questions on this form whenever there is an addition to or change in information previously furnished.



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COMPANY EVENT NOTIFICATION

Instructions: Please complete all parts of this form. In Part II, only fill out the individual sections that are relevant to the specific type of event being reported on this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION	
Date:	
Company Name (the "Company"):	
PRIMARY CONTACT	
Name:	Title:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	
ALTERNATE CONTACT	
Name:	Title:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	
OUTSIDE LEGAL COUNSEL	
Firm Name:	Contact Name:
Phone:	Email:
U.S. Business Hours Contact (if located outside of the U.S.):	



PART II: TYPE OF CHANGE

The information required by the exchange varies depending on the type of event being reported. Multiple events may be reported in one form provided that the effective date for these changes is the same.

Is the Company reporting a change on this form in conjunction with a Listing Application for a Company Conducting a Business Combination that Results in a Change of Control? Yes No

SECTION 1. Change in Company Name

Current Company Name:

New Company Name:

Note: A new Listing Agreement reflecting the Company's new name must also be completed when submitting a name change.

SECTION 2. Change in Trading Symbol, CUSIP, Security Type and/or Par Value

	CURRENT	NEW
Issue Name:		
Symbol:*		
CUSIP:		
Security Type:		
Par Value:		
Par Value Currency:		

** For a change in trading symbol, if a symbol reservation request has not already been submitted, IEX recommends that the Company complete and submit a Symbol Reservation Request prior to submission of this form.*



SECTION 3. Change in Place of Incorporation or Organization

	CURRENT	NEW
State:		
Country:		
Has the Company filed new articles of incorporation with the applicable state or country regulatory body? Yes <input type="checkbox"/> No <input type="checkbox"/>		

SECTION 4. Reverse Stock Split

The information provided below shall be deemed subject to immediate public disclosure unless clearly noted otherwise.

Note: A new CUSIP number is required for a reverse stock split prior to the effective date.

Issue Symbol:	
Issue Description:	
Stock Split Ratio:	
Pre-Split TSO:	Post-Split TSO (maximum):
Pre-Split par value:	Post-Split par value:
Method of settling fractional shares:	
Post-Split number of publicly held shares:	
Post-Split number of total/public shareholders:	
Does the reverse stock split impact any other related securities that are publicly traded? Yes <input type="checkbox"/> No <input type="checkbox"/>	
Explain any conditions which must be met for the transaction to become effective.	



SECTION 5. Other Type of Substitution Listing Event

Describe the type of issuance/reason for change and the expected effective date.

Explain any conditions which must be met for the transaction(s) to become effective.

Specify the details pre and post transaction.

Are there any changes to the voting rights or equity participation rights associated with this transaction?

Yes No

SECTION 6. Event Requiring an Updated Corporate Governance Certification or Listing Agreement

Briefly describe the reason for the update (e.g., ceased being a controlled company, no longer a foreign private issuer).

CUSIP Information

Has the Company obtained a new CUSIP number as a result of the change(s) being reported?

Yes No Do Not Know

If you answered "NO" above, please provide confirmation that the Company has advised the CUSIP Service Bureau of the pending change(s) and has confirmed that a new CUSIP is not necessary.



If you answered "DO NOT KNOW" above, please contact the CUSIP Service Bureau at 212-438-6500 to advise them of the pending change and determine if a new number is necessary.

For more information, please contact the CUSIP Service Bureau at 212-438-6500.

Comments

Please provide any additional information that may help Staff process this form.

PART III: EVENT-SPECIFIC INFORMATION

Please provide the following dates, as applicable.

Effective Date:	
Date all legal filings were or are anticipated to be effective:	
Date of approval for the event(s) by the Board of Directors:	
Date of approval for the event(s) by shareholders:	
Anticipated date of closing:	
Effective date of charter amendment:	



PART IV: SUPPORTING DOCUMENTATION

To facilitate the review process, please provide the following information and attach any supporting documentation, as applicable.

If the event resulted in the Company receiving a new SEC File Number, please provide:

If the event resulted in the Company receiving a new Central Index Key (CIK) code, please provide:

If a new CUSIP was not required in this instance, please provide confirmation that the Company has advised the CUSIP Service Bureau of this change and confirmed that a new CUSIP was not necessary. A confirmation is required for all changes, except trading symbol changes.

PART V: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Companies have a continuing duty to update responses to each of the questions on this form whenever there is an addition to or change in information previously furnished.



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DIVIDEND/ DISTRIBUTION/ INTEREST PAYMENT FORM

Instructions: Please complete all parts of this form. In Part II only fill out the individual sections that are relevant to the specific type of event being reported on this form. If an item is not applicable indicate N/A. Attach additional sheets if necessary.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION

Date:

Company Name (the "Company"):

Symbol(s):

PRIMARY CONTACT

IEX will conduct all communications with respect to the Company with the designated primary applicant.

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if Company is located outside of the U.S.):

ALTERNATE CONTACT

Name:

Title:

Phone:

Email:

U.S. Business Hours Contact (if Company is located outside of the U.S.):



PART II: SECURITY INFORMATION

	ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Issue Name:			
Issue Symbol:			
Issue Type:			
Sub-Issue Type:			
CUSIP:			
Is this security listed on another market or exchange?	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
If you answered yes, please provide details below, including information about any ex-date ruling made or expected by the other market(s).			
CASH DIVIDEND / DISTRIBUTION			
	ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Declaration Date:			
Record Date:			
Distribution Date:			
Gross Amount of Cash Per Share:			
Currency:			
Public Disclosure Date:			
Payment Frequency			
Is the distribution a "Qualified Dividend" as defined under the provisions of The Jobs and Growth Tax Relief Reconciliation Act of 2003?	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>



If the dividend is classified as "special" or "other", please explain. Please note if a dividend is marked as special the Company's public disclosure should indicate this fact. Provide any pending conditions which must be met for this distribution to become effective (e.g., shareholder approval, government approval, SEC registration). Also, provide any other pertinent information about this dividend.

NON-CASH DIVIDEND / DISTRIBUTION (Stock Dividend / Forward Stock Split)

	ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Declaration Date:			
Record Date:			
Distribution Date:			
Public Disclosure Date:			
Currency:			
Public Disclosure Date:			
Stock/Ratio/Split Per Share:			
Is the distribution a "Qualified Dividend," as defined under the provisions of The Jobs and Growth Tax Relief Reconciliation Act of 2003?	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>
Pre-split total shares outstanding (excluding treasury stock):			
Post-split total shares outstanding (maximum):			



Does split result in a change of par value?			
Current Par Value:			
New Par Value:			
Method of settling fractional shares (e.g., cash-in-lieu, dropping, rounding up, rounding down):			

Explain any pending conditions which must be met for the transaction to become effective.

SPIN-OFF

	ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Declaration Date:			
Record Date:			
Distribution Date:			
Public Disclosure Date:			
What is the name of the entity being distributed (spin-off company)?			
How many shares of the "spin-co" will be issued for each share of the parent company held?			
Will the spin-off company be publicly traded and/or listed?	Yes <input type="checkbox"/> No <input type="checkbox"/>		
What is the expected effective date of the registration statement for the spin-off company?			



What is the expected value of the spin-off company on a per share basis?

Enter any comments below that may help IEX process this request.

RIGHTS OFFERING

	ISSUE	ADDITIONAL ISSUE	ADDITIONAL ISSUE
Declaration Date:			
Record Date:			
Distribution Date:			
SEC Effective Date:			
Expiration Date:			
Public Disclosure Date:			
Transferable?	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>

Maximum number of underlying shares to be issued upon exercise of the rights?

Is this a dilution protection/shareholder rights plan (i.e. Poison Pill)?

How many rights are being distributed on a per share basis?

What does each right entitle the holder to purchase and at what subscription price? Also, provide any other pertinent information about this dividend.



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COMPANY LOGO SUBMISSION

In order to help investors recognize companies listed on the Investors Exchange LLC (“IEX”), IEX uses company logos, where appropriate, instead of trading symbols. Company logos may be included in IEX’s advertising, literature, media interactions, industry events, conferences, websites, social media content, and mobile applications solely in connection with marketing and related purposes in connection with being an IEX-listed company, and to convey quotation information, transactional reporting information, and other information regarding a company in connection with IEX. Please complete this form and submit your logo artwork according to the requirements below.

If you have any questions regarding the guidelines for artwork, please contact Listings@iextrading.com.

Instructions: Please complete each part of the form.

PART I: CORPORATE INFORMATION

GENERAL INFORMATION

Date:

Company Name (the “Company”):

Symbol:

Website:

CONTACT

Name:

Title:

Address Line 1:

Address Line 2:

City:

State/Province:

Postal/Zip Code:

Country:

Phone:

Email:

U.S. Business Hours Contact (if located outside of the U.S.):



PART II: LOGO ARTWORK GUIDELINES

GENERAL INFORMATION

1. File Format
 - Vector eps file (such as an Adobe Illustrator EPS) with all fonts converted to outlines.
 - Acceptable in some instances: Raster image file (such as an Adobe Photoshop file). The logo must be a minimum of 2" wide or 2" high (whichever is the larger proportion) at 300 dpi. The image file may be delivered in any of the following formats: PSD, TIFF, PNG, or JPEG.
2. Color image and Black & White image
 - Ideally, two separate files should be submitted:
 1. 4-color (CMYK) logo.
 2. One-color black & One-color white logo with no tints or screens (i.e., 100% black, no gray).
3. Logo Usage / Branding Guidelines
 - Please submit any logo usage guidelines along with your logos.
 - For online usage, you may also wish to submit a variation of your logo without a tagline or other small type that may become illegible at screen resolution.
 - PREFERRED: Please submit a variation of your logo that fits in a square dimension (i.e. app icon).

PART III: AFFIRMATION

I have been authorized by the Company and have the legal authority to provide information on the Company's behalf; to the best of my knowledge and belief, the information provided is true and correct as of this date; and the Company will promptly notify IEX of any material changes.

Signature of Duly Authorized Representative

Title

Date

Companies have a continuing duty to update responses to each of the questions on this form whenever there is an addition to or change in information previously furnished.



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SYMBOL RESERVATION

The Investors Exchange LLC (“IEX”) participates in the National Market System Symbology Plan for the selection and use of 1-5 character root symbols, as governed by the Intermarket Symbols Reservation Authority (“ISRA”).

All market participants benefit from a uniform symbology plan and, as a member of ISRA, IEX will work with the Securities and Exchange Commission and industry participants to develop and maintain a plan that promotes fair competition, reduces programming and operational complexity, and upholds the interests of listed issuers and market participants.

The latest information about ISRA and a copy of the NMS Symbology Plan is available on The Options Clearing Corporation’s (The OCC) website (<http://www.theocc.com/clearing/industry-services/isra.jsp>). The OCC acts as the ISRA processor for the National Market System Plan.

A trading symbol is provided to the company for the limited purpose of identifying the company’s security in authorized quotation and trading systems. IEX reserves the right, in its sole and final discretion, to assign, rescind, or reassign any trading symbol at any time.

For additional questions on reserving or changing a symbol for trading on the Investors Exchange LLC, please contact: Listings@iextrading.com.

Instructions: Companies seeking initial listing on IEX must complete this form in its entirety. Current IEX listed companies requesting a symbol change must complete Parts I and III of this form.

PART I: SYMBOL REQUEST

GENERAL INFORMATION

Date:

Company Name (the “Company”):

Requestor’s Name:

Requestor’s Title:

Requestor’s Phone:

Requestor’s Email:

Current Symbol (if applicable):

