Form SBSF-A

OMB Approval

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Application for Registration of Security-based Swap Dealers and Major Securitybased Swap Participants that are Registered or Registering with the Commodity Futures Trading Commission as a Swap Dealer or Major Swap **Participant**

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

FORM SBSE-A INSTRUCTIONS

A. GENERAL INSTRUCTIONS

- 1. FORM Form SBSE-A is the Application for Registration as either a Security-based Swap Dealer or Major Security-based Swap Participant (collectively, "SBS Entities") by an entity that is not registered or registering with the Commission as a broker-dealer but is registered or registering with the Commodity Futures Trading Commission ("CFTC") as a swap dealer or major swap participant. These SBS Entities must file this form and a legible copy of the Form 7-R they file with the CFTC (or its designee) to register with the Securities and Exchange Commission. An applicant must also file Schedules A, B, D and F, as appropriate. There is no Schedule E. An entity that is registered or registering with the Commission as a broker-dealer and also is registered or registering with the Commodity Futures Trading Commission ("CFTC") as a swap dealer or major swap participant should file Form SBSE-BD to register with the Commission as an SBS Entity.
- 2. **ELECTRONIC FILING** This Form SBSE-A must be filed electronically with the Commission through the EDGAR system, and must utilize the EDGAR Filer Manual (as defined in 17 CFR 232. 11) to file and amend Form SBSE-A electronically to assure the timely acceptance and processing of those filings. Additional documents shall be attached to this electronic application.
- 3. **UPDATING** By law, the *applicant* must promptly update Form SBSE-A information by submitting amendments whenever the information on file becomes inaccurate or incomplete for any reason [17 CFR 240.15Fb2-3]. In addition, the applicant must update any incomplete or inaccurate information contained on Form SBSE-A prior to filing a notice of withdrawal from registration on Form SBSE-W [17 CFR 15Fb3-2(a)].
- 4. **CONTACT EMPLOYEE** The individual listed as the contact employee must be authorized to receive all compliance information, communications, and mailings, and be responsible for disseminating it within the *applicant's* organization.
- 4. **FEDERAL INFORMATION LAW AND REQUIREMENTS** An agency may not conduct or sponsor, and a *person* is not required to respond to, a collection of information unless it displays a currently valid control number. Sections 15F, 17(a) and 23(a) of the Exchange Act authorize the SEC to collect the information on this form from registrants. See 15 U.S.C. §§780-10, 78q and 78w. Filing of this form is mandatory. The principal purpose of this Form is to permit the Commission to determine whether the *applicant* meets the statutory requirement to engage in the security-based swap business. The Commission maintains a file of the information on this form and will make information collected via the form publicly available. Any member of the public may direct to the Commission any comments concerning the accuracy of the burden estimate on this Form, and any suggestions for reducing this burden. This collection of information has been reviewed by the Office of Management and Budget in accordance with the clearance requirements of 44 U.S.C. §3507. The information contained in this form is part of a system of records subject to the Privacy Act of 1974, as amended. The Securities and Exchange Commission has published in the Federal Register the Privacy Act Systems of Records Notice for these records.

B. FILING INSTRUCTIONS

1. FORMAT

- a. Items 1-19 and the accompanying Schedules and DRP pages must be answered and all fields requiring a response must be completed before the filing will be accepted.
- b. Failure to follow instructions or properly complete the form may result in the application being delayed or rejected.
- c. *Applicant* must complete the execution screen certifying that Form SBSE-A and amendments thereto have been executed properly and that the information contained therein is accurate and complete.
- d. To amend information, the applicant must update the appropriate Form SBSE-A screens.
- e. A paper copy, with original signatures, of the initial Form SBSE-A filing and amendments to Disclosure Reporting Pages (DRPs) must be retained by the *applicant* and be made available for inspection upon a regulatory request.
- 2. **DISCLOSURE REPORTING PAGE (DRP)** Information concerning a *principal* that relates to the occurrence of an event reportable in Schedule D must be provided on the appropriate DRP.

The mailing address for questions and correspondence is:

EXPLANATION OF TERMS(The following terms are italicized throughout this form.)

1. GENERAL

Terms used in this Form SBSE-A that are defined in the form the CFTC requires that swap dealers and major swap participants use to apply for registration with the CFTC shall have the same meaning as set forth in that form.

APPLICANT - The security-based swap dealer or major security-based swap participant applying on or amending this form.

CONTROL - The power, directly or indirectly, to direct the management or policies of a company, whether through ownership of securities, by contract, or otherwise. Any *person* that (i) is a director, general partner or officer exercising executive responsibility (or having similar status or functions); (ii) directly or indirectly has the right to vote 25% or more of a class of a voting security or has the power to sell or direct the sale of 25% or more of a class of voting securities; or (iii) in the case of a partnership, has the right to receive upon dissolution, or has contributed, 25% or more of the capital, is presumed to *control* that company.

JURISDICTION - A state, the District of Columbia, the Commonwealth of Puerto Rico, the U.S. Virgin Islands, or any subdivision or regulatory body thereof.

SUCCESSOR –The term "successor" is defined to be an unregistered entity that assumes or acquires substantially all of the assets and liabilities, and that continues the business of, a predecessor security-based swap dealer or major security-based swap participants that ceases its security-based swap activities. [See Exchange Act Rule 15b2-5 (17 CFR 240.15Fb2-5)]

UNIQUE IDENTIFICATION CODE or **UIC** – For purposes of Form SBSE-A, the term "unique identification code" or "UIC" means a unique identification code assigned to a person by an internationally recognized standards-setting system that is recognized by the Commission [pursuant to Rule 903(a) of Regulation SBSR (17 CFR 242.903(a))].

3. FOR THE PURPOSE OF SCHEDULE D AND THE CORRESPONDING DISCLOSURE REPORTING PAGES (DRPs)

FOREIGN FINANCIAL REGULATORY AUTHORITY - Includes (1) a foreign securities authority; (2) other governmental body or foreign equivalent of a *self-regulatory organization* empowered by a foreign government to administer or enforce its laws relating to the regulation of *financial services industry-related* activities; and (3) a foreign membership organization, a function of which is to regulate the participation of its members in the activities listed above.

FINANCIAL SERVICES INDUSTRY-RELATED – Pertaining to securities, commodities, banking, savings association activities, credit union activities, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, municipal securities dealer, government securities broker or dealer, issuer, investment company, investment adviser, futures sponsor, bank, security-based swap dealer, major security-based swap participant, savings association, credit union, insurance company, or insurance agency). (This definition is used solely for the purpose of Form SBSE-A.)

INVOLVED - Doing an act or aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another in doing an act.

ORDER - A written directive issued pursuant to statutory authority and procedures, including orders of denial, suspension, or revocation; does not include special stipulations, undertakings or agreements relating to payments, limitations on activity or other restrictions unless they are included in an *order*.

PROCEEDING - Includes a formal administrative or civil action initiated by a governmental agency, *self-regulatory* organization or a foreign financial regulatory authority; a felony criminal indictment or information (or equivalent formal charge); or a *misdemeanor* criminal information (or equivalent formal charge). Does not include other civil litigation, investigations, or arrests or similar charges effected in the absence of a formal criminal indictment or information (or equivalent formal charge).

Application for Registration as a Security-based Swap Dealer and Major Security-based Swap

| Official | Use |
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| O I I I U I U I | |

| FORM SBSE-A Page 1 (Execution Page) | Participant tha the CFTC a | | Dealer or Majo | | |
|---|--|---|---|---|--------------------------------------|
| warning: accurate boo SBS Entity, vadministrativ | oks and records or other would violate the Federa re, injunctive or criminal | I to file accurate rwise to comply al securities law action. | with the provisions s and the laws of th | er: | t of business as an in disciplinary, |
| INTENTIONAL MISSTA | | 18 U.S.C. 1001 a | nd 15 U.S.C. 78ff(a) | | DEATIONS. |
| Exact name, principal busin A. Full name of the applicar B. IRS Empl. Ident. No.: | = | address, if diffe | rent, and telephon | e number of the applicant: | |
| C. Applicant's NFA ID #: | Арр | licant's CIK # (| if any): | Applicant's UIC # (if | any): |
| D. Applicant's Main Address Number and Street 1: City: | s: (Do not use a P.O. E | Box) | Number and St | ireet 2: Zip/Postal | Code: |
| E. Mailing Address, if differe Number and Street 1: City: | ent: State: | | Number and Si | ireet 2: Zip/Postal | Code: |
| F. Business Telephone Nur G Website/URL: H. Contact Employee: Name: | nber: | | Title: | | |
| Telephone Number: | | | Email Address: | | |
| I. Chief Compliance Officer Name: | r designated by the <i>ap</i> _l | plicant in accor | dance with Excha | nge Act Section 15F(k): | |
| Telephone Number: | | | Email Address: | | |
| EXECUTION: The applicant consents that service of any civil activities, unless the applicant is a nonresident address if different, given in Items 1E and 1F. If the undersigned certifies that he/she has exect contained herein, including schedules attached information previously submitted is not amende | SBS Entity, may be given by reg the applicant is a nonresident SE uted this form on behalf of, and w hereto, and other information file | istered or certified ma BS Entity, it must com ith the authority of, sa d herewith are current | il or confirmed telegram to plete Schedule F to design id applicant. The undersig | the applicant's contact employee at the nate a U.S. agent for service of process. The dand applicant represent that the information of the applicant represent the applicant representation of the applicant | mation and statements |
| Date (MM/DD/YYYY) | | | Name of Applicant | | |
| By: Signature | | | Name and Title of F | Person Signing on <i>Applicant's</i> | behalf |
| | This p | | be completed in full. | 5.5011 Olymnig on Applicants | |

DO NOT WRITE BELOW THIS LINE - FOR OFFICIAL USE ONLY

| F | | SBSE-A | Applicant Name: | Official Use | Officia Use Only |
|-----|------------|---|---|--|------------------------|
| | Р | age 2 | Date: | | |
| 2. | Α. | The applicant | is registering as a security-based swap dealer: [] Yes [| [] No | |
| | B. | | is registering as a major security-based swap participant: [] Yes neck all that apply) | [] No | |
| | | [] mai | ntains a substantial security-based swap position substantial counterparty exposure [] is highly leveraged relative to | its capital position | |
| 3. | A. | work with the requirement avail itself | of a foreign security-based swap dealer that intends to: the Commission and its primary regulator to have the Commission determine that of its primary regulator's regulatory system are comparable to the Commis of a previously granted substituted compliance determination of the requirements of Section 15F of the Exchange Act of 1934 and the rules | ssion's [] Yes [] No [] Yes [] No | |
| | B. | | ner of the questions in Item 3.A. above, identify the foreign financial regulator ant's primary regulator and for which the Commission has made, or may make etermination: | | _ |
| | C. | | nt is relying on a previously granted substituted compliance determination, pl sfies any conditions the Commission may have placed on such substituted c n: | | |
| 4. | Does model | | tend to compute capital or margin, or price customer or proprietary positions Yes [] No | , using mathematical | |
| 5. | Α. | The applicant [] Swap Dea | is currently registered with the Commodity Futures Trading Commission as a aler [] Major Swap Participant | a: | |
| | В. | The applicant [] Swap Dea | is registering with the Commodity Futures Trading Commission as a: aler [] Major Swap Participant | | |
| 6. | | | S. branch of a non-resident entity? [] Yes [on-resident entity and its location: |] No | |
| 7. | Briefly | describe the a | pplicant's business: | | |
| | | | | | |
| 8. | | | nt subject to regulation by a prudential regulator, as defined in Section 1a(39) achange Act. If "yes," identify the prudential regulator: | of the YES NO [] [] | |
| 9. | | Is the applicar Applicant's IAF | nt registered with the Commission as an investment adviser? | [] [] | |
| 10. | A. | | nt registered with the Commodity Futures Trading Commission in any capacitaler or major swap participant? | ty other than [] [] | |
| | B. | If "yes," as a: | [] Futures Commission Merchant [] Introducing Broker [] Commodity Pool Operator [] Other: | | |
| 11. | | | nt engage in any other non-securities, financial services industry-related busing | ness? [] [] | |
| 12. | | Does the apple | icant hold or maintain any funds or securities to collateralize counterparty tra | nsactions? [] [] | |

| F | | I SBSE-A | Applicant Name: _ | | _ | Official | Use | ! | Official Use Only |
|-----|----|---|----------------------|---|---------------------------|-------------------|-----|----|-------------------------|
| | Р | age 3 | Date: | Applicant NFA No.: | | | | | |
| 13. | | Does the appli | licant have any arra | ngement: | | | YES | NO | |
| | A. | • | • | ganization under which any books or r her <i>person</i> , firm or organization? | records of the app | olicant are kept, | [] | [] | |
| | B. | | | irm or organization executes, trades, cany <i>SRO</i> in which the applicant is a m | | or settles on | [] | [] | |
| | | If "yes" to | any part of Item 11 | , complete appropriate items on Sche | dule B, Section II. | | | | |
| 14. | | agreement or | otherwise? | ctly control the management or policie | es of the <i>applican</i> | <i>t</i> through | [] | [] | |
| | | If "yes," co | omplete appropriat | e item on Schedule B, Section II. | | | | | |
| 15. | | Does any person directly or indirectly finance (wholly or partially) the business of the applicant? Do not answer "Yes" to Item 15 if the person finances the business of the applicant through: 1) a public offering of securities made pursuant to the Securities Act of 1933; or 2) credit extended in the ordinary course of business by suppliers, banks, and others. If "yes," complete appropriate item on Schedule B, Section II. | | | | | | | |
| 16. | | | | filing succeeding to the business of a tiems on Schedule B, Section III. | currently register | ed SBS Entity? | [] | [] | |
| 17. | | Is the <i>applicant</i> registered with a foreign financial regulatory authority? [] [] [] If "yes," list all such registrations on Schedule F, Page 1, Section II. | | | | | | | |
| 18. | | The applicant has principals who are individuals. Please list all principals who are individuals on Schedule A. | | | | | | | |
| 19. | | Does any principal not identified in Item 18 and Schedule A effect, or is any principal not identified in Item 18 and Schedule A involved in effecting security-based swaps on behalf of the applicant, or will such principals effect or be involved in effecting such business on the applicant's behalf? If "yes," complete appropriate item on Schedule B, Section IV. | | | | | | | |

Schedule A of FORM Official Use SBSE-A Applicant Name: _ PRINCIPALS THAT ARE Date: Applicant NFA No.: **INDIVIDUALS** (Answer for Form SBSE-A Item 18) Use Schedule A to identify all principals of the applicant who are individuals. Complete the "Title or Status" column by entering board/management titles; status as partner, trustee, sole proprietor, or shareholder; and for shareholders, the class of securities owned (if more than one is issued). Ownership Codes are: NA -В -10% but less than 25% less than 5% D 50% but less than 75% 5% but less than 10% С 25% but less than 50% 75% or more Ε FULL LEGAL NAME Title or Status Date Title or Date Individual NFA Identification No., CRD No. Official Status Acquired began working have an include and/or IARD No. Use (Individuals: Last Name, First Name, Middle for applicant ownership ownership Only interest in MM YYYY MM the applican 1. Y/NFor individuals not presently registered through NFA, CRD or IARD, describe prior *investment-related* experience (e.g., for each prior position - employer, job title, and dates of service): Y/NFor individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): Y/N3. For individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): Y/NFor individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): Y/N5. For individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): Y/N6. For individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): Y/NFor individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): 8. Y/NFor individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): Y/N9. For individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior position - employer, job title, and dates of service): Y/N10.

position - employer, job title, and dates of service):

For individuals not presently registered through NFA, CRD or IARD, describe prior investment-related experience (e.g., for each prior

| Schedule B of FORM | Applicant Name: | | | Official Use | Official Use Only | |
|--|--|--|---|-------------------------------------|-------------------------|--|
| SBSE-A | Date: | Applicant NFA No.: | | | | |
| Page 1 Use this Schedule B to report details for items listed below. Report only new information or changes/updates to previously submitted details. Do not repeat previously submitted information. This is an [] INITIAL [] AMENDED detail filing for the Form SBSE-A items checked below: | | | | | | |
| Section I Other Busines | s | | | | | |
| Item 11: Does applicant engage in | any other non-securi | ties, <i>financial service</i> | es industry-related bu | ısiness? | | |
| UIC (if any), or other Unique Identificat | ion Number(s): | Assigning Regu | ulator(s)/Entity(s): | | | |
| Briefly describe any other financial services | industry-related, non-securit | ties business in which the | applicant is engaged: | | | |
| Section II Record Mainte | nance Arrangement | s / Business Arran | gements / Control F | Persons / Financings | | |
| (Check one) [] Item 13A [Applicant must complete a separat multiple responses to any item. Co or agreement became effective. Wo of the change. | e Schedule B Page 1 | for each affirmative Date" box with the I | response in this sec Month, Day and Year | that the arrangement | | |
| Firm or Organization Name | | | SEC File, CRD, NFA, IARD any) |), UIC, and/or CIK Number (if | | |
| Business Address (Street, City, State/Country, Zip + | 4 Postal Code) | | Effective Date MM DD YYYY / / | Termination Date MM DD YYYY / / | | |
| Individual Name | | | CRD, NFA, and/or IARD No | umber (if any) | 1 | |
| Business Address (if applicable) (Street, City, State/ | Country, Zip + 4 Postal Code) | | Effective Date MM DD YYYY / / | Termination Date MM DD YYYY / / | - | |
| Briefly describe the nature of the arrangement settlement arrangement (ITEM 13B); the nat side of this sheet for additional comments if | ure of the control or agreem | | | | | |
| For ITEM 14 ONLY - If the control person is an indiv - employer, job title, and dates of service). | idual not presently registered th | rough CRD or IARD, describe | prior investment-related experi | ence (e.g., for each prior position | | |
| Section III Successions | | | | | | |
| Item 16: Is the applicant at the time | e of this filing succeed | ding to the business | of a currently registe | red SBS Entity? | | |
| Date of Succession MM DD YYYY / / | Name of Predecessor | | | | | |
| SEC File, CRD, NFA, IARD, UIC, and/or CIK Number | er (if any) | IRS Employer Number (| if any) | | 1 | |
| Briefly describe details of the succession inc comments if necessary. | luding any assets or liabilitie | es not assumed by the suc | ccessor. Use reverse side | of this sheet for additional | - | |
| Section IV Principals Effe | cting or Involved in | Effecting SBS Bus | iness | | | |
| Item 19: Does any principal not ide and Schedule A involved in effecting be involved in effecting such busin | entified in Item 18 and ng security-based swa ess on the applicant's | Schedule A effect, on the second seco | or is any principal no applicant, or will such | n principals effect or | | |
| 1 | For each Principal identified in Section IV, complete Schedule D of the Form SBSE-A and the relevant DRP pages. 1 Name of Principal Type of Entity (Corp., Partnership, SEC File No., CRD, NFA, IARD, CIK Number, UIC | | | | | |
| 1. Name of Principal | | LLC, etc.) | | x Identification Number | | |
| Business Address (Street, City, State/Coun | try, Zip + 4/Postal Code) | | 1 | | ++- | |
| This entity [] effects [] | is involved in effection | ng security based s | waps on behalf of the | e applicant. (check only | | |
| Briefly describe the details of the principal's a applicant: | activities relating to its effec | ting or involvement in effe | cting security-based swap | transactions on behalf of the | | |

| S | chedule B of FORM | Applicant Name: | | | Official Use | l | fficial Jse Only | |
|---|--|---------------------------|---|-------------------|--|---|------------------------|--|
| SBSE-A Page 2 | | | | | | | , | |
| Se | | │ Principals Effecting | g or Involved in Effecting S | BS Business | | | 1 | |
| | each Principal identified in Sec | | <u> </u> | | | | + | |
| 2. | Name of Principal | · · | Type of Entity (Corp, Partnership, LLC, etc.) | SEC File No., CRI | D, NFA, IARD, CIK Number, UIC x Identification Number | | | |
| , | Business Address (Street, City, State/Country, Zip + 4/Postal Code) | | | | | | | |
| | This entity [] effects [] | is involved in effect | ting security based swaps of | n behalf of the | applicant. (check only one) | | +- | |
| | fly describe the details of the p p transactions on behalf of the | | elating to its effecting or invo | lvement in effe | ecting security-based | | | |
| 3. | Name of Principal | | Type of Entity (Corp, Partnership, LLC, etc.) | | D, NFA, IARD, CIK Number, UIC x Identification Number | | | |
| , | Business Address (Street, City, State/Coun | try, Zip + 4/Postal Code) | <u>l</u> | 1 | | | \dagger | |
| • | This entity [] effects [] | is involved in effect | ting security based swaps of | n behalf of the | applicant. (check only one) | | T | |
| | fly describe the details of the p p transactions on behalf of the | | elating to its effecting or invo | lvement in effe | ecting security-based | | | |
| 4. | Name of Principal | | Type of Entity (Corp, Partnership, LLC, etc.) | | D, NFA, IARD, CIK Number, UIC x Identification Number | | | |
| | Business Address (Street, City, State/Coun | try, Zip + 4/Postal Code) | | | | | + | |
| • | This entity [] effects [] | is involved in effect | ting security based swaps of | n behalf of the | applicant. (check only one) | | | |
| | fly describe the details of the p p transactions on behalf of the | | elating to its effecting or invo | lvement in effe | ecting security-based | | | |
| 5. | Name of Principal | | Type of Entity (Corp, Partnership, LLC, etc.) | | D, NFA, IARD, CIK Number, UIC x Identification Number | | | |
| • | Business Address (Street, City, State/Coun | try, Zip + 4/Postal Code) | | | | | <u> </u> | |
| | This entity [] effects [] | is involved in effect | ting security based swaps o | n behalf of the | applicant. (check only one) | | | |
| | fly describe the details of the p p transactions on behalf of the | | elating to its effecting or invo | lvement in effe | ecting security-based | | | |
| 6. | Name of Principal | | Type of Entity (Corp, Partnership, LLC, etc.) | | D, NFA, IARD, CIK Number, UIC x Identification Number | | | |
| , | Business Address (Street, City, State/Coun | try, Zip + 4/Postal Code) | <u>I</u> | 1 | | | + | |
| , | This entity [] effects [] | is involved in effect | ting security based swaps o | n behalf of the | applicant. (check only one) | l | T | |
| This entity [] effects [] is involved in effecting security based swaps on behalf of the applicant. (check only one) Briefly describe the details of the principal's activities relating to its effecting or involvement in effecting security-based swap transactions on behalf of the applicant: | | | | | | | | |

| | | | hedule D of | Applicant Name: | Official | Use | |
|---------------------------------|----|-------------|---|---|------------|-----|----|
| | | FO | PAGE 1 | Principal Name: Date: Applicant NFA No.: | | | |
| | | | opriate DRP for providing of | letails to "yes" answers to the questions in Schedule D. Refer to | the | | |
| | | | | BSE-A Instructions for explanations of italicized terms. | | | |
| | Α. | | ne past ten years has the p | | :!!!4-m. | /ES | NO |
| Ä | | (1) | court to any felony? | guilty or nolo contendere ("no contest") in a domestic, foreign or r | · ········ | [] | [] |
| | | (2) | Been charged with a felon | у | | [] | [] |
|) } | B. | In th | ne past ten years has the p | rincipal: | | | |
| CRIMINAL DISCLUSURE | | (1) | court to a <i>misdemeanor in</i> statements or omissions, v | guilty or or nolo contendere ("no contest") in a domestic, foreign of volving: financial services industry-related business, or any fraud wrongful taking of property, bribery, perjury, forgery, counterfeiting to commit any of these offenses? | , false | [] | [] |
| 3 | | (2) | Been charged with a misd | emeanor specified in B(1)? | | [] | [] |
| | C. | Has | the U.S. Securities and Ex | change Commission or the Commodity Futures Trading Commis | sion ever: | | |
| 2 | | (1) | Found the principal to hav | e made a false statement or omission? | | [] | [] |
| € | | (2) | Found the principal to hav | e been involved in a violation of its regulations or statutes? | | [] | [] |
| REGULATORY ACTION DISCLOSURE | | (3) | | e been a cause of a <i>financial services industry-related</i> business has denied, revoked, or restricted? | aving its | [] | [] |
| nso: | | (4) | Entered an order against t | he principal in connection with financial services industry-related | activity? | [] | [] |
| DISCL | | (5) | Imposed a civil money per activity? | nalty on the <i>principal</i> , or ordered the <i>principal</i> to cease and desist | from any | [] | [] |
| | D. | Has | any other federal regulator | ry agency, state regulatory agency, or foreign financial regulatory | authority. | | |
| | J. | (1) | Ever found the <i>principal</i> to unethical? | have made a false statement or omission or been dishonest, unf | air, or | [] | [] |
| | | (2) | Ever found the <i>principal</i> to regulations or statutes? | have been involved in a violation of financial services industry-re | elated | [] | [] |
| URE | | (3) | | have been a cause of a <i>financial services industry-related</i> busined business denied, suspended, revoked or restricted? | ∍ss | [] | [] |
| CLOS | | (4) | In the past ten years, ente industry-related activity? | red an order against the <i>principal</i> in connection with a <i>financial</i> se | ervices | [] | [] |
| REGULATORY ACTION DISCLOSURE | | (5) | | or revoked the <i>principal's</i> registration or license or otherwise, by ong with a <i>financial services industry-related</i> business or restricted | , | [] | [] |
| AC | E. | Has | any self-regulatory organiz | zation or commodities exchange ever: | | | |
| λ | | (1) | found the principal to have | made a false statement or omission? | | [] | [] |
| 'LATC | | (2) | | been involved in a violation of its rules (other than a violation defunder a plan approved by the U.S. Securities and exchange Com | 3 | [] | [] |
| REGU | | (3) | | been the cause of a <i>financial services industry-related</i> business as denied, suspended, revoked or restricted? | having its | [] | [] |
| | | (4) | | expelling or suspending it from membership, barring or suspend nbers, or otherwise restricting its activities? | ling its | [] | [] |
| | F. | Has revo | the <i>principal's</i> authorization ked or suspended? | n to act as an attorney, accountant, or federal contractor ever bed | en | [] | [] |
| | G. | | ne <i>principal</i> now the subject of C, D, or E? | of any regulatory proceeding that could result in a "yes" answer | to any | [] | [] |

| Schedule D of FORM SBSE-A | | | | | | | Offici | al Us | se u | Official Jse Only | |
|---|----|-----|-------------|---|--------------------------|--|-----------------------------|------------|-----------|-------------------------|--|
| | FC | | ı St age | _ | Principal Name: Date: | | lo.: | | | | |
| | Н. | (1) | Has | any domestic | or foreign civil jud | cial court: | | | | | |
| DISCLOSURE | | | (a) | In the past te industry-relat | • | e <i>principal</i> in connection wit | h any <i>financial serv</i> | ices | YES [] | NO [] | |
| | | | | | ancial services indu | stry-related | [] | [] | | | |
| L JUDICIAL | | | (c) | | | ttlement agreement, a <i>finan</i> st the <i>principal</i> by a state or | | • | [] | [] | |
| CIVIL | | (2) | | ne <i>principal</i> no iny part of H(1 | | civil judicial <i>proceeding</i> tha | t could result in a "y | es" answer | [] | [] | |
| In the past ten years has the <i>principal</i> ever been a securities firm or a <i>prin</i> that: | | | | | principal of a secur | ities firm | | | | | |
| FINANCIAL VISCLOSUR | | (1) | Has | s been the sub | ject of a bankruptc | petition? | | | [] | [] | |
| FINANCIAL DISCLOSURE | | (2) | | s had a trustee estor Protectio | | ct payment procedure initiat | ed under the Secur | ities | [] | [] | |

| Schedule F of FORM | Applicant Name: | | Official Use | | | | |
|--|---|--|---------------------------------------|--|--|--|--|
| SBSE-A | Date: | Applicant NFA No.: | | | | | |
| Section I Service of Proc | ess and Certification Regar | rding Access to Records | | | | | |
| Each nonresident security-based swits United States agent for service of (1) provide the Commission with (2) submit to onsite inspection | process and the certify that in prompt access to its books | t can as a matter of law, and will and records, and | | | | | |
| Service of Process: | | | | | | | |
| A. Name of United States person | on applicant designates and a | appoints as agent for service of p | rocess | | | | |
| | | | | | | | |
| B. Address of United States per | rson applicant designates and | d appoints as agent for service of | process | | | | |
| | | | | | | | |
| The above identified agent for | service of process may be serv | ved any process, pleadings, subpo | enas, or other papers in | | | | |
| (a) any investigation or adminis applicant may have information | · | by the Commission that relates to t | he applicant or about which the | | | | |
| defendant or respondent, in an any of its territories or possess agreed that any such suit, action service of an administrative sul | (b) any civil or criminal suit or action or proceeding brought against the <i>applicant</i> or to which the <i>applicant</i> has been joined as defendant or respondent, in any appropriate court in any place subject to the jurisdiction of any state or of the United States or of any of its territories or possessions or of the District of Columbia, to enforce the Exchange Act. The <i>applicant</i> has stipulated and agreed that any such suit, action or administrative proceeding may be commenced by the service of process upon, and that service of an administrative subpoena shall be effected by service upon the above-named Agent for Service of Process, and that service as aforesaid shall be taken and held in all courts and administrative tribunals to be valid and binding as if personal | | | | | | |
| 2. Certification regarding access to | records: | | | | | | |
| Applicant can as a matter of law, | and will; | | | | | | |
| (1) provide the Commission v | vith prompt access to its book | ks and records, and | | | | | |
| (2) submit to onsite inspection | n and examination by the Cor | mmission. | | | | | |
| Applicant must attach to this Form paragraph (c)(2) or (c)(3) of Exch 240.15Fb2-4]. | | | | | | | |
| Signature: Name and Title: | | | | | | | |
| _ | | | | | | | |
| Date: Section II Registration with | h Foreign Financial Regulat | tory Authorities | | | | | |
| Complete this Section for Registration with based swap dealer and major security-ba of this Schedule F, for each foreign finance | ation with Foreign Financial sed swap participant that is regis | Regulatory Authorities relating tered with a foreign financial regulator | ory authority must list on Section II | | | | |
| English Name of Fernige Financial Regulation Author | ovity. | Enroign Designation No. 25 A | English Name of Country | | | | |
| English Name of Foreign Financial Regulatory Author 2 | ority | Foreign Registration No. (if any) | English Name of Country: | | | | |
| English Name of Foreign Financial Regulatory Author | prity | Foreign Registration No. (if any) | English Name of Country: | | | | |
| 3 | | | | | | | |
| English Name of Foreign Financial Regulatory Author | ority | Foreign Registration No. (if any) | English Name of Country: | | | | |
| If applicant has more than 3 Foreign Financial Regulatory Authorities to report, complete additional Schedule F Page 1s. | | | | | | | |

| | CRIMINAL DISCLOSURE REPORTING PAGE (SBSE-A) |
|--|--|
| | GENERAL INSTRUCTIONS |
| | This Disclosure Reporting Page [DRP (SBSE)] is an [] INITIAL OR [] AMENDED response to report details for affirmative responses to Items A and B of Schedule D of Form SBSE-A; |
| | Check [√] item(s) being responded to: |
| | A. In the past ten years has the principal: |
| | [] (1) Been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign or military court to any felony? |
| | [] (2) Been charged with a felony? |
| | B. In the past ten years has the principal: |
| | [] (1) Been convicted of or pled guilty or or nolo contendere ("no contest") in a domestic, foreign or military court to a misdemeanor involving: investments or an investment-related business, or any fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses? |
| | [] (2) Been charged with a misdemeanor specified in B(1)? |
| | a separate DRP for each event or <i>proceeding</i> . An event or <i>proceeding</i> may be reported for more than one person or using one DRP. File with a completed Execution Page. |
| crimir DRP | ble counts of the same charge arising out of the same event(s) should be reported on the same DRP. Unrelated hal actions, including separate cases arising out of the same event, must be reported on separate DRPs. Use this to report all charges arising out of the same event. One event may result in more than one affirmative answer to the e items. |
| appro If a <i>pi</i> the <i>aj</i> | rincipal is an organization registered through the CRD, such <i>principal</i> need only complete Part I of the <i>applicant's</i> opriate DRP (SBSE-A). Details of the event must be submitted on the <i>principal's</i> appropriate DRP (BD) or DRP (U-4). <i>rincipal</i> is an individual or organization <u>not</u> registered through the CRD, provide complete answers to all the items on <i>pplicant's</i> appropriate DRP (SBSE-A). The completion of this DRP does not relieve the <i>principal</i> of its obligation to te its CRD records. |
| as jud of a <i>d</i> | cants must attach a copy of each applicable court document (<i>i.e.</i> , criminal complaint, information or indictment as well dgment of conviction or sentencing documents) if not previously submitted through CRD (as they could be in the case control affiliate registered through CRD). Documents will not be accepted as disclosure in lieu of answering the tions on this DRP. |
| PAF | RTI |
| A. | If the <i>principal</i> is registered with the CRD, provide the CRD number. If not, indicate "non-registered" by checking the appropriate checkbox. |
| | Name of Principal |
| | CRD NUMBER |
| 1 | Registered: [] Yes |
| | [] This DRP should be removed from the SBS Entity's record because the principal is no longer associated with the SBS Entity. |
| В. | If the <i>principal</i> is registered through the CRD, has the <i>principal</i> submitted a DRP (with Form U-4) or DRP (BD) to the CRD System for the event? |
| | If the answer is "Yes," no other information on this DRP must be provided: If "No," complete Part II. |

[] Yes $\,$ [] No $\,$ Note: The completion of this Form does \underline{not} relieve the principal of its obligation to update its CRD records.

CRIMINAL DISCLOSURE REPORTING PAGE (SBSE-A)

| | (continuation) |
|----------|--|
| PAR | TII |
| | If charge(s) were brought against an organization over which the principal exercise(d) control: Enter organization name, whether or not the organization was an investment-related business and the principal's position, title or relationship. |
| | |
| | Formal Charge(s) were brought in: (include name of Federal, Military, State or Foreign Court, Location of Court – City or County and State or Country, Docket/Case number). |
| | |
| . | Event Disclosure Detail (Use this for both organizational and individual charges.) |
| | A. Date First Charged (MM/DD/YYYY): [] Exact [] Explanation |
| | If not exact, provide explanation: |
| | B. Event Disclosure Detail (include Charge(s)/Charge Description(s), and for each charge provide: <u>1.</u> number of counts, <u>2.</u> <i>felony</i> or <i>misdemeanor</i> , <u>3.</u> plea for each charge, and <u>4.</u> product type if charge is <i>investment-related</i>): |
| | |
| | C. Current status of the Event? [] Pending [] On Appeal [] Final |
| | D. Event Status Date (complete unless status is Pending) (MM/DD/YYYY): [] Exact [] Explanation |
| | If not exact, provide explanation: |
| | Disposition Disclosure Detail: Include for each charge, <u>A.</u> Disposition Type [e.g., convicted, acquitted, dismissed, pretrial.], <u>B.</u> Date, <u>C.</u> Sentence/Penalty, <u>D.</u> Duration [if sentence-suspension, probation, etc.], <u>E.</u> Start Date of Penalty, <u>F.</u> Penalty/Fine Amount and <u>G.</u> Date Paid. |
| | |
| | |
| | |
| | |
| | |
| | Provide a brief summary of the circumstances leading to the charge(s) as well as the disposition. Include the relevant dates when the conduct which was the subject of the charge(s) occurred. (The information must fit within the space provided.) |
| F | |
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| | |
| | |
| | |

REGULATORY ACTION DISCLOSURE REPORTING PAGE (SBSE-A)

| | REGUEATORT AGTION BIGGEOGGRETRI | El Olthito i AGE (GBGE A) |
|---------------|--|---|
| | GENERAL INSTRUCTIONS | |
| | This Disclosure Reporting Page [DRP (SBSE)] is an [] INITIAL OR [] AMEND | ED response to report details for affirmative |
| | responses to Items C, D, E, F, or G of Schedule D of Form SBSE-A; | · |
| | Check [√] item(s) being responded to: | |
| | C. Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission | on ever: |
| | [] (1) Found the principal to have made a false statement or omission? | |
| | [] (2) Found the principal to have been involved in a violation of its regulations or statutes? | |
| | [] (3) the principal to have been a cause of an investment-related business having its authorize | ation to do business denied, revoked, or restricted? |
| | [] (4) Entered an order against the principal in connection with investment-related activity? | |
| | [] (5) Imposed a civil money penalty on the principal, or ordered the principal to cease and de- | · · · · |
| | D. Has any other federal regulatory agency, state regulatory agency, or foreign financial regulatory at | |
| | [] (1) Ever found the principal to have made a false statement or omission or been dishonest, | |
| | (2) Ever found the principal to have been involved in a violation of investment-related regula (3) Ever found the principal to have been a cause of an investment-related business having | |
| | restricted? | • |
| | [] (4) In the past ten years, entered an order against the principal in connection with an investi | |
| | [] (5) Ever denied, suspended, or revoked the principal's registration or license or otherwise, business or restricted its activities? | by order, prevented it from associating with an investment-related |
| | E. Has any self-regulatory organization or commodities exchange ever: | |
| | (1) found the principal to have made a false statement or omission? (2) found the principal to have been involved in a violation of its rules (other than a violation | designated as a "minor rule violation" under a plan approved by the |
| | U.S. Securities and exchange Commission)? | |
| | (3) found the principal to have been the cause of an investment-related business having its (4) Disciplined the principal by expelling or suspending it from membership, barring or suspendities? | |
| | F. [] Has the principal's authorization to act as an attorney, accountant, or federal contractor ever be | een revoked or suspended? |
| | G. [] Is the principal now the subject of any regulatory proceeding that could result in a "yes" answer | • |
| | DDD (accept accept acce | at all the second the second and a second the second |
| | separate DRP for each event or <i>proceeding</i> . An event or <i>proceeding</i> may be reportile with a completed Execution Page. | rted for more than one person or entity using one |
| | event may result in more than one affirmative answer to Items C, D, E, F or G. Use If an event gives rise to actions by more than one regulator, provide details for ea | • |
| | ot a requirement that documents be provided for each event or proceeding. Should sure in lieu of answering the questions on this DRP. | I they be provided, they will not be accepted as |
| (SBSE registe | principal is an organization registered through the CRD, such principal need only confidence. Details of the event must be submitted on the <i>principal's</i> appropriate DRP (BD) ered through the CRD, provide complete answers to all the items on the <i>applicant's</i> does not relieve the <i>principal</i> of its obligation to update its CRD records. | or DRP (U-4). If a <i>principal</i> is an organization <u>not</u> |
| PAF | RTI | |
| A. | If the <i>principal</i> is registered with the CRD, provide the CRD number. If r appropriate checkbox. | not, indicate "non-registered" by checking the |
| | Name of Principal | Principal's CRD Number |
| | | |
| | Registered: [] Yes [] No | |
| | [] This DRP should be removed from the SBS Entity record because t with the SBS Entity. | he control affiliate(s) are no longer associated |
| B. | If the <i>principal</i> is registered through the CRD, has the <i>principal</i> submitted CRD System for the event? | d a DRP (with Form U-4) or DRP (BD) to the |
| | If the answer is "Yes," no other information on this DRP must be provide | ed: If "No," complete Part II. |
| | [] Vas | |

Note: The completion of this Form does <u>not</u> relieve the *principal* of its obligation to update its CRD records.

REGULATORY ACTION DISCLOSURE REPORTING PAGE (SBSE-A) (continuation)

| T II | | | | |
|---|--|---|--|--|
| Regulatory Action initiated by: | | | | |
| [] SEC [] Other Fede | • • | |] Foreign | |
| (Full name of regulator, foreign | n financial regulatory | y authority, federal, state | e or SRO) | |
| | | | | |
| Principal Sanction: (check app | oropriate item) | | | |
| [] Civil and Administrative Po | enalty(ies)/Fine(s) | [] Disgorgement | [] Restitut | tion |
| [] Bar | | [] Expulsion | [] Revoca | |
| [] Cease and Desist | | [] Injunction | [] Suspen | |
| [] Censure | | [] Prohibition | [] Underta | |
| [] Denial | | [] Reprimand | [] Otner_ | |
| Other Sanctions: | | | | |
| | | | | |
| | | | | |
| | | | | |
| Date Initiated (MM/DD/YYYY) | | | [] Exact [|] Explanation |
| Date Illitated (WIWI/DD/1111) | | | [] Exact [|] Explanation |
| If not exact, provide explanation | on: | | | |
| Docket/Case Number: | | | | |
| | | | | |
| Principal Employing Firm wher | n activity occurred w | hich led to the regulator | ry action (if applicabl | e): |
| Principal Employing Firm wher | | hich led to the regulator | ry action (if applicabl | e): |
| Principal Product Type: (chec | k appropriate item) | | | |
| Principal Product Type: (chec | k appropriate item) | ipal | [] Inve | stment Contract(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable | k appropriate item) [] Debt - Munic [] Derivative(s) | ipal | [] Inve | stment Contract(s) ey Market Fund(s) |
| Principal Product Type: (chec | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi | ipal ment(s) – DPP & LP Int | [] Inve | stment Contract(s) ey Market Fund(s) ual Fund(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC | ipal ment(s) – DPP & LP Int | [] Inve [] Mon erest(s) [] Mutu [] No F | stment Contract(s) ey Market Fund(s) ual Fund(s) Product |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC | ripal ment(s) – DPP & LP Int ; I (Common & Preferred | [] Inver [] Mon erest(s) [] Mutu [] No F Stock) [] Optic [] Penr | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC [] Equity Listed [] Futures - Coi | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial | [] Inver [] Mon erest(s) [] Mutu [] No F Stock) [] Optio [] Penr [] Unit | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial | [] Inver [] Mon erest(s) [] Mutu [] No F Stock) [] Optio [] Penr [] Unit | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC [] Equity Listed [] Futures - Coi | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial | [] Inver [] Mon erest(s) [] Mutu [] No F Stock) [] Optio [] Penr [] Unit | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial | [] Inver [] Mon erest(s) [] Mutu [] No F Stock) [] Optio [] Penr [] Unit | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial | [] Inver [] Mon erest(s) [] Mutu [] No F Stock) [] Optio [] Penr [] Unit | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTO [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option [] Insurance | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial (s) | [] Inver [] Mon- erest(s) [] Mutu [] No F Stock) [] Optic [] Penr [] Unit [] Othe | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government Other Product Type: | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTO [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option [] Insurance | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial (s) | [] Inver [] Mon- erest(s) [] Mutu [] No F Stock) [] Optic [] Penr [] Unit [] Othe | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government Other Product Type: | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTO [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option [] Insurance | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial (s) | [] Inver [] Mon- erest(s) [] Mutu [] No F Stock) [] Optic [] Penr [] Unit [] Othe | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government Other Product Type: | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTO [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option [] Insurance | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial (s) | [] Inver [] Mon- erest(s) [] Mutu [] No F Stock) [] Optic [] Penr [] Unit [] Othe | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government Other Product Type: | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTO [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option [] Insurance | ipal ment(s) – DPP & LP Int ; I (Common & Preferred mmodity ancial (s) | [] Inver [] Mon- erest(s) [] Mutu [] No F Stock) [] Optic [] Penr [] Unit [] Othe | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |
| Principal Product Type: (chec [] Annuity(ies) - Fixed [] Annuity(ies) - Variable [] Banking Products (other than CD(s)) [] CD(s) [] Commodity Option(s) [] Debt – Asset Backed [] Debt - Corporate [] Debt - Government Other Product Type: | k appropriate item) [] Debt - Munic [] Derivative(s) [] Direct Investi [] Equity - OTC [] Equity Listed [] Futures - Coi [] Futures - Fin [] Index Option [] Insurance | ipal ment(s) – DPP & LP Int; I (Common & Preferred mmodity ancial (s) | [] Inver [] Mon- erest(s) [] Mutu [] No F Stock) [] Optic [] Penr [] Unit [] Othe | stment Contract(s) ey Market Fund(s) ual Fund(s) Product ons ny Stock(s) Investment Trust(s) |

REGULATORY ACTION DISCLOSURE REPORTING PAGE (SBSE-A)

(continuation)

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

| 10. | Ho | w was matter resolved: (check a | ppropriate it | em) | | | | | |
|-----|------|---|---|--|---|---|---|--------------------------------|--|
| | [] | Acceptance, Waiver & Consent Decision & Order of Offer of Se Decision | | [] Consen [] Dismiss [] Order | | [] Set [] Stip [] Vad | ulation and Cor | nsent | |
| 11. | Re | solution Date (MM/DD/YYYY) | | | | [] Exact | [] Explana | ation | |
| | If n | ot exact, provide explanation: | | | | | | | |
| 12. | A. | Were any of the following Sanc | tions Ordere | ed? (Check a | II appropriate | items): | | | |
| | | [] Monetary/Fine [Amount \$ [| - | n/Expulsion/l [] Ce | | | sgorgement/Res []Bar [] | stitution] Suspension | |
| | В. | Other Sanctions Ordered: | | | | | | | |
| | C. | Sanction Detail: If suspended, (General Securities Principal, F condition of the sanction, provide condition has been satisfied. If compensation, provide total amwaived. | inancial Ope de length of t disposition i | erations Princ time given to resulted in a | ipal, etc.). If i re-qualify/retr ine, penalty, i | requalification, ain, type of exa restitution, disg | by exam/retraini im required and orgement or mo | ing was a whether netary | |
| | | | | | | | | | |
| 13. | | ovide a brief summary of details raditions and dates. (The informations | | | | | lude relevant tei | rms, | |
| | | | | | | | | | |
| | | | | | | | | | |

| | CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (SBSE-A) |
|------------------------------|--|
| | GENERAL INSTRUCTIONS |
| | This Disclosure Reporting Page [DRP (SBSE-A)] is an [] INITIAL OR [] AMENDED response to report details for affirmative responses to Item H of Schedule D of Form SBSE-A; |
| | Check [√] item(s) being responded to: |
| | H(1) Has any domestic or foreign civil judicial court: |
| | [] (a) in the past ten years, enjoined the principal in connection with any investment-related activity? |
| | [] (b) ever found that the principal was involved in a violation of investment-related statutes or regulations? |
| | [] (c) ever dismissed, pursuant to a settlement agreement, an investment-related civil judicial action brought against the principal by a state or foreign financial regulatory authority? |
| | H(2) [] Is the principal now the subject of any civil judicial proceeding that could result in a "yes" answer to any part of H? |
| | a separate DRP for each event or <i>proceeding</i> . An event or <i>proceeding</i> may be reported for more than one person or entity using one File with a completed Execution Page. |
| | event may result in more than one affirmative answer to Item H. Use only one DRP to report details related to the same event. ated civil judicial actions must be reported on separate DRPs. |
| | ot a requirement that documents be provided for each event or proceeding. Should they be provided, they will not be accepted as source in lieu of answering the questions on this DRP. |
| appro _l organi | rincipal is an individual or organization registered through the CRD, such principal need only complete Part I of the applicant's priate DRP (SBSE-A). Details of the event must be submitted on the principal's appropriate DRP (BD) or DRP (U-4). If a principal is an inization not registered through the CRD, provide complete answers to all the items on the applicant's appropriate DRP (SBSE-A). The letion of this DRP does not relieve the principal of its obligation to update its CRD records. |
| PAF | RTI |
| A. | If the <i>principal</i> is registered with the CRD, provide the CRD number. If not, indicate "non-registered" by checking the appropriate checkbox. |
| | Name of <i>Principal</i> |
| | CRD NUMBER |
| • | Registered: [] Yes [] No |
| | [] This DRP should be removed from the SBS Entity's record because the principal is no longer associated with the SBS Entity. |
| В. | If the <i>principal</i> is registered through the CRD, has the <i>principal</i> submitted a DRP (with Form U-4) or DRP (BD) to the CRD System for the event? |
| | If the answer is "Yes," no other information on this DRP must be provided: If "No," complete Part II. |
| | [] Yes [] No Note: The completion of this Form does <u>not</u> relieve the <i>principal</i> of its obligation to update its CRD records. |

CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (SBSE-A) (continuation)

| [| Court Action initiated by: (Name of regulator, foreign financial regulatory authority, SRO, commodities exchange, agency, firm, private plaintiff, etc.) |
|---------|---|
| [| Principal Relief Sought: (check appropriate item) [] Cease and Desist |
| | Filing Date of Court Action (MM/DD/VVVV) |
| [| Filing Date of Court Action (MM/DD/YYYY) [] Exact [] Explanation |
| | If not exact, provide explanation: Principal Product Type: (check appropriate item) |
| ſ | [] Annuity(ies) - Fixed |
| [| Formal Action was brought in (include name of Federal, State or Foreign Court, Location of Court – City or County <u>and</u> State or Country, Docket/Case Number): |
| [| Control Affiliate Employing Firm when activity occurred which led to the civil judicial action (if applicable): |
| [| Describe the allegations related to this civil action. (The information must fit within the space provided.): |
| | |
| | Current Status? [] Pending [] On Appeal [] Final |
| | If on appeal, action appealed to (provide name of court): Date Appeal Filed (MM/DD/YYYY): |
| | |
| ۱). | If pending, date notice/process was served (MM/DD/YYYY) [] Exact [] Explanation |

CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (SBSE-A)

(continuation)

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 14 only.

| [] Consent [] Jud [] Dismissed [] Opi | gement Rendered nion | [] Settled [] Withdrawn | [] Other _ | |
|--|--|---|--|--|
| Resolution Date (MM/DD/YYY) | Y) | | [] Exact | [] Explanation |
| If not exact, provide explanatio | n: | | | |
| Resolution Detail | | | | |
| A. Were any of the following | Sanctions Ordered o | or Relief Granted? (Ch | eck all appropriat | e items): |
| [] Monetary/Fine | | • | | gorgement/Restitution |
| Amount \$ | [] Censure | [] Cease and Des | sist/Injunction [| Bar [] Suspens |
| B. Other Sanctions: | | | | |
| C. Sanction Detail: If suspen (General Securities Princip condition of the sanction, provide total compensation, provide total waived. | oal, Financial Operatorovide length of time of the control of time of the control of the control | ions Principal, etc.). It e given to re-qualify/re ulted in a fine, penalty | requalification, but rain, type of exan restitution, disgo | y exam/retraining was a n required and whether rgement or monetary |
| waived. | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Provide a brief summary of det | | | osition(s), and/or f | inding(s) disclosed abov |
| Provide a brief summary of det (The information must fit within | | | osition(s), and/or f | inding(s) disclosed abov |
| | | | osition(s), and/or f | inding(s) disclosed abov |
| | | | osition(s), and/or f | inding(s) disclosed abov |
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| | | | osition(s), and/or f | inding(s) disclosed abov |
| | | | osition(s), and/or f | inding(s) disclosed abov |
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| | | | osition(s), and/or f | inding(s) disclosed abov |
| | | | osition(s), and/or f | inding(s) disclosed abov |
| | | | osition(s), and/or f | inding(s) disclosed abov |

BANKRUPTCY / SIPC DISCLOSURE REPORTING PAGE (SBSE-A)

| | GENERAL INSTRUCTIONS |
|-------------------------|--|
| | This Disclosure Reporting Page [DRP (SBSE-A)] is an an [] INITIAL <i>OR</i> [] AMENDED response to report details for affirmative responses to <i>Questions I</i> on Schedule D of Form SBSE-A; |
| | Check [√] item(s) being responded to: |
| | I In the past ten years has the principal ever been a securities firm or a control affiliate of a securities firm that: |
| | [] (1) has been the subject of a bankruptcy petition? |
| | [] (2) has had a trustee appointed or a direct payment procedure initiated under the Securities Investor Protection Act? |
| | separate DRP for each event or <i>proceeding</i> . An event or <i>proceeding</i> may be reported for more than one person or using one DRP. File with a completed Execution Page. |
| | ot a requirement that documents be provided for each event or <i>proceeding</i> . Should they be provided, they will not be oted as disclosure in lieu of answering the questions on this DRP. |
| applic DRP applic | rincipal is an individual or organization registered through CRD, such <i>principal</i> need only complete Part I of the cant's appropriate DRP (SBSE-A). Details of the event must be submitted on the <i>principal</i> 's appropriate DRP (BD) or (U-4). If a <i>principal</i> is an organization not registered through the CRD, provide complete answers to all the items on the cant's appropriate DRP (SBSE-a). The completion of this DRP does <u>not</u> relieve the <i>prinicpal</i> of its obligation to update its records. |
| PAR | RTI |
| Α. | If the <i>principal</i> is registered with the CRD, provide the CRD number. If not, indicate "non-registered" by checking the appropriate checkbox. |
| | Name of Principal |
| | CRD NUMBER |
| • | Registered: [] Yes [] No |
| | [] This DRP should be removed from the SBS Entity's record because the principal is no longer associated with the SBS Entity. |
| B. | If the <i>principal</i> is registered through the CRD, has the <i>principal</i> submitted a DRP (with Form U-4) or DRP (BD) to the CRD System for the event? |
| | If the answer is "Yes," no other information on this DRP must be provided: If "No," complete Part II. |
| | [] Yes [] No Note: The completion of this Form does <u>not</u> relieve the <i>principal</i> of its obligation to update its CRD records. |
| PAR | RT II |
| 1. | Action Type: (check appropriate item) |
| | [] Bankruptcy [] Declaration [] Receivership |
| _ | [] Compromise [] Liquidated [] Other |
| 2. | Action Date (MM/DD/YYYY) [] Exact [] Explanation |

BANKRUPTCY / SIPC DISCLOSURE REPORTING PAGE (SBSE-A) (continuation)

| Was the Organization investment-related? [] Yes [] No |
|--|
| Court action brought in (Name of Federal, State or Foreign Court), Location of Court (City or County <u>and</u> State Country), Docket/Case Number and Bankruptcy Chapter Number (if Federal Bankruptcy Filing): |
| Is action currently pending? [] Yes [] No |
| If not pending, provide Disposition Type: (check appropriate item) |
| [] Direct Payment Procedure [] Dismissed [] Satisfied/Released |
| [] Dissolved [] SIPA Trustee Appointed [] Other |
| Disposition Date (MM/DD/YYYY): [] Exact [] Explanation |
| If not exact, provide explanation: |
| Provide a brief summary of events leading to the action and if not discharged, explain. (The information must within the space provided.): |
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| K - OIDA (market market |
| paid by you; or the name of the trustee: |
| paid by you; or the name of the trustee: |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlem. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Expla If not exact, provide explanation: |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlem. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlem. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlem. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlem. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlem. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlements. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlements. |
| paid by you; or the name of the trustee: Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Explain If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settlem. |
| Currently open? [] Yes [] No Date Direct Payment Initiated/Filed or Trustee Appointed (MM/DD/YYYY): [] Exact [] Expla If not exact, provide explanation: Provide details of any status/disposition. Include details of creditors, terms, conditions, amounts due and settle |