APPLICATION POR, AND AMENDMENTS TO APPLICATION     01/08/16       FOR. RECITETATION AS A NATIONAL SECURITIES EXCITANCE ACT     01/08/16       ARNING: Pailure to keep this form current and to file accurate supplementary information on a timely basis, or the failure to keep this form current and to file accurate supplementary information on a timely basis, or the failure to keep this form current and to file accurate supplementary information of the applicing in the conduct of the applicant of the appl			1	
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WARNER: Failure to keep this form current and to file securities representing information on a timely basis of the failure to beep socure tools and records or otherwise to comply with the provisions of law applying in the conduct of the applicant securities laws and may result in disciplinary, administrative or oriminal action.       SEC         INTENTIONAL MISSTATEMENTIN OR OMISSIONS OF FACTS       Meat Proceedings         MAY CONSTITUTE CRIMINAL VIOLATIONS       Meat Proceedings         Image: Constitution of the applicant:       Meat Proceedings         State the name of the applicant:       EDGX Exchange, Inc.         Provide the applicant:       Contrast of the applicant:         Max Nonsci (10)       Image: Contrast of the applicant:         Max Nonsci (10)       Image: Contrast of the applicant:         Provide the applicant:       Image: Contrast of the applicant:         Provide the applicant:       Image: Contrast of the applicant:         Provide the applicant:       Image: Contrast on applicant:         Provide the applicant:       Contrast on applicant:         Provide the applicant is fiscal year onds.       Exercise applicant:         If State Streed, J2P Flood.       Image: Contrast of the applicant:         Meary	Execution Page	FOR, REGISTRATION AS A NATIONAL SECURITIES EXCHANGE OR EXEMPTION FROM REGISTRATION PURSUANT TO	01/08/16	
INTERTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS MAY CONSTITUTE CRIMINAL VIOLATIONS       Meth Processing Section <ul> <li>APPLICATION</li> <li>APPLICATION<td>o keep accurate be</td><td>re to keep this form current and to file accurate supplementary information on a timely ocks and records or otherwise to comply with the provisions of law applying to the cond</td><td>basis, or the failure uct of the applicant</td><td>1 - 1</td></li></ul>	o keep accurate be	re to keep this form current and to file accurate supplementary information on a timely ocks and records or otherwise to comply with the provisions of law applying to the cond	basis, or the failure uct of the applicant	1 - 1
MAY CONSTITUTE CRIMINAL VIOLATIONS     Section       APPLICATION     AMENDMENT     JAN 122015       Since die name of the applicant:     EXXX Exchange. Inc.     Washington DC       Provide the applicant's primary street address (Do not use a P.O. Box):     404       8030 Mathall D.S. Suite 120     404       Lettexs, Konsas 66214     Interview and the applicant's mailing address (if different).     404       Provide the applicant's mailing address (if different).     Interview and the applicant's mailing address (if different).       Provide the business telephone and facsimile number     (131) 815-7119     16018814       (Telephone)     (Telephone Number)     (Telephone Number)       Provide the applicant's firstal year ends: Desember 31     (Telephone Number)       Provide the date that applicant's firstal year ends: Desember 31     Indicate the date where applicant entity was fired or where applicant entity was (Desember 31)       If other than applicant's astrike and place where applicant entity was (Desember 31)       Indicate tegal status of the applicant 's main address of a where applicant entity was fired or where applicant entity was of the abbitity formation.       (a) Bate (MAMDINYY) 000000 (b) State County of formation.     Desember 31. The indersity and and abbitity fo			Meil	processing
State the name of the applicant: ELXIX Exchange. Inc.       Washington DC         Provide the applicant's primary street address (Do not use a P.O. Box):       404         Uncertail Network (Dec. Surie 120)       International (Dec. Surie 120)         Uncertail Network (Dec. Surie 120)       International (Dec. Surie 120)         Uncertail Network (Dec. Surie 120)       International (Dec. Surie 120)         Uncertain Network (Dec. Surie 120)       International (Dec. Surie 120)         Uncertain Network (Dec. Suries)       International (Dec. Suries)         Provide the applicant's mailing address of during (Dec. Surias)       (Dec. Surias)         Provide the name and address of course! National (Dec. Surias)       (Telephone)         Provide the date than applicant is fiscal year ends       Excember 31         Indicate legal status (or the applicant: X_ Corporation				
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3.       Provide the applicant's mailing address (if different)       Image: Control of Contro of Contro of Control of Control of Control of Control of Control	8050 M	arshall Dr., Suite 120		404
4.       Provide the basiness telephone and facsimile number       (131815-7119)         (12131815-7000)       (facsimile)         5.       Provide the name, title and telephone number of a contact employee.       Enc. Swanzon       (Telephone)         6.       Provide the name and address of counsel for the applicant:       Eric Swanzon       (Telephone)         11 State Street, 22 "floor	3. Provide	the applicant's mailing address (if different).		
5.       Provide the name, title and telephone number of a contact employee.       (212) 378-8523         (Name)       (Title)       (212) 378-8523         (Name)       (Title)       (Telephone Number)         6.       Provide the name and address of counsel for the applicant:       Eric Swanson       (Title)         17. State Street, 32 <sup>m</sup> Ploor       New York, NY 10004       New York, NY 10004         7.       Provide the date that applicant's fiscul year ends       Desember 31         8.       Indicate legal status of the applicant:       X		the business telephone and facsimile number 15-7000 (913) 815-7119	160188	314
Enc SNERRSON       General Coursel, BATS Exchange, Inc.       (212) 378-8523         (Name)       (Title)       (Telephone Number)         6.       Provide the name and address of coursel for the applicant:       (Telephone Number)         17. State Street, 32= Ploor       [Yew York, NY] 10004       [Yew York, NY] 10004         7.       Provide the date that applicant's fiscal year ends       December 31         8.       Indicase legal status of the applicant:       X	Drovida			
6. Provide the name and address of counsel for the applicant: Efic Sweason	Enc Sy	anson General Counsel, BATS Exchange, Inc. (212) 378-8523		
Eric Svenson			nder)	
7.       Provide the date that applicant's fiscal year ends       December 31         8.       Indicate legal status of the applicant: X	Eric Sw 17 State	mson Street, 32 <sup>™</sup> Floor		
8.       Indicate legal status of the applicant.       X       Corporation       Sole Partnership       Partnership         If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed).       (e.g. state where partnership agreement was filed or where applicant entity was formed).         (a) Date (MM/DD/YY): 03/09/09 (b) State/Country of formation.       Delaware/United States of America         (b) Statute under which applicant was organized.       Ciencral Corporation Law of the State of Delaware         EXECUTION:       EXECUTION:         The applicant consents that service of any civil action brought by, or notice of any proceeding before, the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed and applicant represent that the information and statement contained herein, including schedules, or other documents attached hereto, and other information filed herewith, all of which are made a part interof, are current, true and complete.         Date:       01/08/10         (Signature)       B         (Signature)       B         (Motab)       (Year)         (Motab)       (Year)         (Motary Public)       State of Applicant)         (Motary)       (Year)       (Notary Public)	•			
If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed). (a) Date (MM/DD/YY): 03/09/09 (b) State/Country of formation. Delaware/United States of America (c) Statute under which applicant was organized' (jeneral Corporation Law of the State of Delaware)  EXECUTION: The applicant consents that service of any civil action brought by, or notice of any proceeding before, the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed enters, or mailing address if different, given in items 2 and 3. The andersigned, being first duly sworn, deposes and says that he/she has accude this form on behalf of, and with the authority of, said applicant. The undersigned and applicant represent that the information filed herewith, all of which are made a part hereof, are current, true and complete.  Date:  Output:  Date::::::::::::::::::::::::::::::::::::				
The applicant consents that service of any civil action brought by, or notice of any proceeding before, the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed elegran to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The andersigned, being first duly sworn, deposes and says that he/she has executed this form on behalf of, and with the authority of, asid applicant. The undersigned and applicant represent that the information and statement contained herein, including exhibits, schedules, or other documents attached hereto, and other information filed herewith, all of which are made a part hereof, are current, true and complete.  Date:  (Signature)  (Sig	ff oth <del>e</del> r incorpo (a) Data	than a sole proprietor, indicate the date and place where applicant obtained its legal statu rated, place where partnership agreement was filed or where applicant entity was forme : (MM/DD/YY); 03/09/09 (b) State/Country of formation. <u>Delaware/United States of</u> .	us (e.g. stałe where :d). Amorica	
Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed integram to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The integram to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The integram to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The integration of the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The integration of the applicant and applicant represent that the information on behalf of, and with the authority of, asid applicant. The undersigned and applicant represent that the information and statement contained herein, including exhibits, schedules, or other documents attached hereto, and other information filed herewith, all of which are made a part intereof, are current, true and complete. Date: <u>UNMPDOX</u> <u>EDGX Exchange. Inc.</u> (Name of Applicant) grea Steinbers. VP. Associate General Counsel (Printed Name and Title) Subscribed and sworn before me this <u>B</u> day of <u>Annaly</u> <u>B</u> by <u>Browney</u> <u>Stateof</u> (Notary Public) wy Commission expires <u>US D 4 (30 19</u> County of <u>FDWNS</u> State of <u>KANSES</u> )	EXECUTION:			
(Name of Applicant) (Signature) (Signature) Subscribed and sworn before me this <u>B</u> <sup>M</sup> day of <u>January</u> <u>Spile</u> by <u>Browner</u> <u>Attended</u> (Month) (Year) (Notary Public) (Notary Public) My Commission expires <u>93,04,0019</u> County of <u>JOHNSON</u> State of <u>KANSON</u>	Exchange Commis signam to the app indersigned, being if, said applicant, schibits, schedules	sion in connection with the applicant's activities may be given by registered or certified licant's contact employee at the main address, or mailing address if different, given in I first duly sworn, deposes and says that he/she has executed this form on behalf of, and The undersigned and applicant represent that the information and statement costained , or other documents attached hereto, and other information filed herewith, all of whice	mail or confirmed tems 2 and 3. The with the authority therein, including.	
(Signature) (Printed Name and Tille) Subscribed and sworn before me this <u>Binday</u> of <u>January</u> <u>2014</u> by <u>Brownen</u> <u>Attended</u> (Month) (Year) (Notary Public) My Commission expires <u>98,04,0019</u> County of <u>JOHNSON</u> State of <u>KANSON</u>	MMMD	PAY) (Name of Applicant)	Counsel	
My Commission expires 98/04/2019 County of 20140. Since of Kanges	(Signst	(Printed Name and Title)	stool	
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NOTARY PUBLIC -- State of Karisas BIANCA STODDEN My Appl. Bp. 08/04/2019

#### <u>Exhibit C</u>

### Exhibit Request:

For each subsidiary or affiliate of the applicant, and for any entity with whom the applicant has a contractual or other agreement relating to the operation of an electronic trading system to be used to effect transactions on the exchange ("System"), provide the following information:

- 1. Name and address of organization.
- 2. Form of organization (e.g., association, corporation, partnership, etc.).
- 3. Name of state and statute citation under which organized. Date of incorporation in present form.
- 4. Brief description of nature and extent of affiliation.
- 5. Brief description of business or functions. Description should include responsibilities with respect to operation of the System and/or execution, reporting, clearance, or settlement of transactions in connection with operation of the System.
- 6. A copy of the constitution.
- 7. A copy of the articles of incorporation or association including all amendments.
- 8. A copy of existing by-laws or corresponding rules or instruments.
- 9. The name and title of the present officers, governors, members of all standing committees or persons performing similar functions.
- 10. An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association.

**Response:** Please see below responses for the following entities:

## A. <u>BATS Global Markets, Inc.</u>

- 1. *Name*: BATS Global Markets, Inc. *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on August 22, 2013.
- 4. Brief description of nature and extent of affiliation: BATS Global Markets, Inc. owns 100% of the outstanding common stock of BATS Global Markets Holdings, Inc., which is the Exchange's 100% owner.
- 5. *Brief description of business or functions:* BATS Global Markets, Inc. is the ultimate parent company through which the ultimate owners of the Exchange indirectly hold their ownership interest in the Exchange and its affiliates.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### Current Directors

- Joe Ratterman
- Chris Concannon
- Michael Richter
- Alan Freudenstein
- John McCarthy
- Robert Jones
- Chris Mitchell
- Jamil Nazarali
- Frank Reardon

- Chris Concannon (President, CEO)
- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Eric Swanson (Executive Vice President, General Counsel, Secretary)
- Mark Hemsley (Executive Vice President, Chief Executive Offier of BATS Europe)

- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Tami Schademann (Executive Vice President, Chief Compliance Officer)

## Compensation Committee

- Rob Jones
- Michael Richter
- Chris Mitchell

## Audit Committee

- Michael Richter
- Alan Freudenstein

## Nominating and Corporate Governance Committee

- John McCarthy
- Alan Freudenstein

## Technology Advisory Committee

- John McCarthy
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## B. BATS Global Markets Holdings, Inc.

1. *Name*: BATS Global Markets Holdings, Inc.

Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on June 29, 2007.
- 4. *Brief description of nature and extent of affiliation*: BATS Global Markets Holdings, Inc. is the Exchange's 100% owner.
- 5. *Brief description of business or functions*: BATS Global Markets Holdings, Inc. is an intermediate holding company.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

## Current Directors

- Chris Concannon
- Current Officers
- Chris Concannon (President, CEO)
- Tami Schademann (Executive Vice President)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Eric Swanson (Secretary)
- Brian N. Schell (Treasurer)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## C. <u>Direct Edge LLC</u>

- 1. *Name*: Direct Edge LLC (f/k/a Direct Edge, Inc.) *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company
- 3. *Name of state, statute under which organized and date of incorporation*: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on December 31, 2014. Was converted from Direct Edge, Inc., a Delaware corporation, on December 31, 2014.
- 4. *Brief description of nature and extent of affiliation*: BATS Global Markets, Inc. owns 100% of the membership interests of Direct Edge LLC.
- 5. *Brief description of business or functions:* Direct Edge LLC is an intermediate holding company. Direct Edge LLC is the sole shareholder of EDGA Exchange, Inc. and EDGX Exchange, Inc.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws or corresponding rules or instruments*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors

• None

- Chris Concannon (President, CEO)
- Eric Swanson (Secretary)
- Brian N. Schell (Chief Financial Officer)
- Chris Isaacson (Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## D. <u>BATS Exchange, Inc.</u>

- 1. Name: BATS Exchange, Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on November 1, 2007.
- 4. Brief description of nature and extent of affiliation: BATS Exchange, Inc. is wholly-owned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. *Brief description of business or functions*: BATS Exchange, Inc. operates as a registered national securities exchange pursuant to Section 6 of the Act.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Joe Ratterman
- Chris Isaacson
- Brett Redfearn
- Peter Wallison
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- Adam Nunes
- Matt Billings
- Joseph Mecane

- Chris Concannon (President, CEO)
- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Tami Schademann (Executive Vice President, Chief Regulatory Officer)
- Eric Swanson (Executive Vice President, General Counsel, Secretary)

- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Charles Randy Williams (Senior Vice President, Global Investor Relations & Communications)
- Tony Barchetto (Senior Vice President, Business Development)
- Bryan Christian (Senior Vice President, Head of U.S. Sales)
- Laura Morrison (Senior Vice President, Global Head of Exchange Products)
- Eric Crampton (Senior Vice President, Global Head of Software Engineering
- Troy Yeazel (Senior Vice President, Operations)
- Jeff Connell (Senior Vice President, Market Oversight)
- Derick Shupe (Vice President, Controller)
- Greg Steinberg (Vice President, Assistant Secretary and Associate General Counsel
- Aaron Weissenfluh (Vice President, Chief Information Security Officer)
- Rodney Burt (Vice President, Infrastructure)
- Kevin Carrai (Vice President, Connectivity, Data & Member Services)
- Stacie Fleming (Vice President, Communications)
- Anders Franzon (Senior Vice President, Associate General Counsel)
- Kapil Rathi (Vice President, Options Business Development)
- Thad Prososki (Vice President, Human Resources)
- Brett Johnson (Vice President, Software Engineering)

## Standing Committees

## Compensation Committee

- Peter Wallison
- Sandy Kemper

## Audit Committee

- Jill Sommers
- David Roscoe
- Matt Billings

## Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- Peter Wallison

## Appeals Committee

- Brett Redfearn
- Joseph Mecane
- Scott Wagner

## Executive Committee

- Chris Concannon
- Sandy Kemper
- David Roscoe
- Adam Nunes
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## E. BATS Y-Exchange, Inc.

- 1. *Name*: BATS Y-Exchange, Inc. *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on July 31, 2009.
- 4. Brief description of nature and extent of affiliation: BATS Y-Exchange, Inc. is wholly-owned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. *Brief description of business or functions*: BATS Y-Exchange, Inc. operates as a registered national securities exchange pursuant to Section 6 of the Act.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### Current Directors

- Chris Concannon
- Chris Isaacson
- Brett Redfearn
- Peter Wallison
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- Adam Nunes
- Matt Billings
- Joseph Mecane

- Chris Concannon (President, CEO)
- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Tami Schademann (Executive Vice President, Chief Regulatory Officer)
- Eric Swanson (Executive Vice President, General Counsel, Secretary)

- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Charles Randy Williams (Senior Vice President, Global Investor Relations & Communications)
- Tony Barchetto (Senior Vice President, Business Development)
- Bryan Christian (Senior Vice President, Head of U.S. Sales)
- Laura Morrison (Senior Vice President, Global Head of Exchange Products)
- Eric Crampton (Senior Vice President, Global Head of Software Engineering
- Troy Yeazel (Senior Vice President, Operations)
- Jeff Connell (Senior Vice President, Market Oversight)
- Derick Shupe (Vice President, Controller)
- Greg Steinberg (Vice President, Assistant Secretary and Associate General Counsel
- Aaron Weissenfluh (Vice President, Chief Information Security Officer)
- Rodney Burt (Vice President, Infrastructure)
- Kevin Carrai (Vice President, Connectivity, Data & Member Services)
- Stacie Fleming (Vice President, Communications)
- Anders Franzon (Senior Vice President, Associate General Counsel)
- Kapil Rathi (Vice President, Options Business Development)
- Thad Prososki (Vice President, Human Resources)
- Brett Johnson (Vice President, Software Engineering)

## Standing Committees

## Compensation Committee

- Peter Wallison
- Sandy Kemper

## Audit Committee

- Jill Sommers
- David Roscoe
- Matt Billings

## Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- Peter Wallison

#### Appeals Committee

- Brett Redfearn
- Joseph Mecane
- Scott Wagner

## Executive Committee

- Chris Concannon
- Sandy Kemper
- David Roscoe
- Adam Nunes
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## F. EDGA Exchange, Inc.

- 1. Name: EDGA Exchange, Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation*: Formed in Delaware under the General Corporation Law of the State of Delaware on March 9, 2009.
- 4. Brief description of nature and extent of affiliation: EDGA Exchange, Inc. is an indirect wholly-owned subsidiary of BATS Global Markets, Inc., the Exchange's ultimate parent.
- 5. *Brief description of business or functions:* EDGA Exchange, Inc. operates a registered national securities exchange pursuant to Section 6 of the Act.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### Current Directors

- Chris Concannon
- Chris Isaacson
- Brett Redfearn
- Peter Wallison
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- Adam Nunes
- Matt Billings
- Joseph Mecane

- Chris Concannon (President, CEO)
- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Tami Schademann (Executive Vice President, Chief Regulatory Officer)
- Eric Swanson (Executive Vice President, General Counsel, Secretary)

- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Charles Randy Williams (Senior Vice President, Global Investor Relations & Communications)
- Tony Barchetto (Senior Vice President, Business Development)
- Bryan Christian (Senior Vice President, Head of U.S. Sales)
- Laura Morrison (Senior Vice President, Global Head of Exchange Products)
- Eric Crampton (Senior Vice President, Global Head of Software Engineering
- Troy Yeazel (Senior Vice President, Operations)
- Jeff Connell (Senior Vice President, Market Oversight)
- Derick Shupe (Vice President, Controller)
- Greg Steinberg (Vice President, Assistant Secretary and Associate General Counsel
- Aaron Weissenfluh (Vice President, Chief Information Security Officer)
- Rodney Burt (Vice President, Infrastructure)
- Kevin Carrai (Vice President, Connectivity, Data & Member Services)
- Stacie Fleming (Vice President, Communications)
- Anders Franzon (Senior Vice President, Associate General Counsel)
- Kapil Rathi (Vice President, Options Business Development)
- Thad Prososki (Vice President, Human Resources)
- Brett Johnson (Vice President, Software Engineering)

#### Standing Committees

### Compensation Committee

- Peter Wallison
- Sandy Kemper

#### Audit Committee

- Jill Sommers
- David Roscoe
- Matt Billings

## Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- Peter Wallison

## Appeals Committee

- Brett Redfearn
- Joseph Mecane
- Scott Wagner

## Executive Committee

- Chris Concannon
- Sandy Kemper
- David Roscoe
- Adam Nunes
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

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### G. <u>BATS Trading, Inc.</u>

- 1. *Name*: BATS Trading, Inc. *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on June 16, 2005.
- 4. Brief description of nature and extent of affiliation: BATS Trading, Inc. is wholly-owned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. Brief description of business or functions: BATS Trading, Inc. is a broker-dealer registered as such with the Securities and Exchange Commission and a member of the Financial Industry Regulatory Authority and other self-regulatory organizations. BATS Trading, Inc. provides routing of orders from the Exchange BATS Y-Exchange, Inc., EDGA Exchange, Inc. and EDGX Exchange, Inc. to other securities exchanges, facilities of securities exchanges, automated trading systems, electronic communication networks or other broker-dealers.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### Current Directors

- Chris Isaacson
- Tami Schademann
- Chris Concannon
- Brian N. Schell

### Current Officers

- Troy Yeazel (President)
- Greg Steinberg (Secretary)
- Bryan Upp (Chief Compliance Officer)
- Derick Shupe (FINOP, Treasurer)
- **10.** Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

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### H. Omicron Acquisition Corp.

- 1. *Name*: Omicron Acquisition Corp. *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on February 7, 2011.
- 4. Brief description of nature and extent of affiliation: Omicron Acquisition Corp. is wholly-owned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. *Brief description of business or functions*: Omicron Acquisition Corp. is a Delaware corporation established to acquire and potentially operate the assets of existing operating companies.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### Current Directors

- Chris Concannon
- Mark Hemsley

- Mark Hemsley (President and Treasurer)
- Eric Swanson (Vice President, Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## I. <u>BATS Hotspot Holdings LLC</u>

- 1. *Name*: BATS Hotspot Holdings LLC (f/k/a Hotspot FX Holdings, LLC) *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company.
- 3. *Name of state, statute under which organized and date of incorporation:* Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on May 15, 2000. Name was amended from Hotspot FX Holdings, LLC, a Delaware LLC, on March 11, 2015.
- 4. *Brief description of nature and extent of affiliation*: BATS Hotspot Holdings LLC is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS Hotspot Holdings LLC is an intermediate holding company of BATS Hotspot LLC and BATS Hotspot Services LLC.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors

None

- Chris Concannon (President)
- William Goodbody, Jr. (SVP, Head of FX)
- Brian N. Schell (Treasurer)
- Eric Swanson (Secretary)
- Barry Calder (Head of Liquidity & Client Services)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## J. <u>BATS Hotspot LLC</u>

- 1. *Name*: BATS Hotspot LLC (f/k/a KCG Hotspot FX LLC) *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company.
- 3. *Name of state, statute under which organized and date of incorporation:* Formed in New Jersey under Section 42 of the Limited Liability Company Act of the State of New Jersey on August 7, 2001. Name was amended from KCG Hotspot FX LLC, a Delaware LLC, on March 12, 2015.
- 4. *Brief description of nature and extent of affiliation*: BATS Hotspot LLC is wholly-owned by BATS Hotspot Holdings LLC, which is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS Hotspot LLC operates an institutional spot foreign exchange market.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors

None

- Chris Concannon (President)
- William Goodbody, Jr. (SVP, Head of FX)
- Brian N. Schell (Treasurer)
- Eric Swanson (Secretary)
- Barry Calder (Head of Liquidity & Client Services)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

#### K. <u>BATS Hotspot Services LLC</u>

- 1. *Name*: BATS Hotspot Services LLC (f/k/a Hotspot FXr, L.L.C.) *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company.
- 3. *Name of state, statute under which organized and date of incorporation:* Formed in New Jersey under Section 42 of the Limited Liability Company Act of the State of New Jersey on November 22, 2004. Name was amended from KCG Hotspot FX LLC, a Delaware LLC, on March 12, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot Services LLC is wholly-owned by BATS Hotspot Holdings LLC, which is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS Hotspot Services LLC operates an institutional spot foreign exchange market.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors

None

- Chris Concannon (President)
- William Goodbody, Jr. (SVP, Head of FX)
- Brian N. Schell (Treasurer)
- Eric Swanson (Secretary)
- Barry Calder (Head of Liquidity & Client Services)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## L. <u>BATS Hotspot SEF LLC</u>

- 1. *Name*: BATS Hotspot SEF LLC *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company.
- 3. *Name of state, statute under which organized and date of incorporation:* Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on May 1, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot SEF LLC is wholly-owned by BATS Hotspot Holdings LLC, which is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS Hotspot SEF LLC currently has no operations, but anticipates registering with the CFTC as a swap execution facility.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: Pending.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors None

Current Officers None

10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

### M. <u>BATS International Holdings Limited</u>

- Name: BATS International Holdings Limited Address: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF
- 2. *Form of organization*: Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in England and Wales under the Companies Act 1985 on February 5, 2015.
- 4. *Brief description of nature and extent of affiliation*: BATS International Holdings Limited is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS International Holdings Limited is a holding company of BATS Hotspot Europe Limited and BATS Hotspot Asia Pte. Ltd.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### Current Directors

- Mark Hemsley
- Chris Concannon

- Antonio Amelia (Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

#### N. BATS Hotspot Europe Limited

- Name: BATS Hotspot Europe Limited Address: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF
- 2. *Form of organization*: Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in England and Wales under the Companies Act 1985 on February 5, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot Europe Limited is wholly-owned by BATS International Holdings Limited which is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS Hotspot Europe Limited operates an institutional spot foreign exchange market.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors

- Mark Hemsley
- Chris Concannon

- Antonio Amelia (Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## O. BATS Hotspot Asia Pte. Ltd.

- 1. *Name*: BATS Hotspot Asia Pte. Ltd. *Address*: 16 Collyer Quay, #2104, Sixteen Collyer Quay, Singapore (049318)
- 2. *Form of organization:* Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Singapore under the Companies Act (Cap. 50) on February 23, 2015.
- 4. *Brief description of nature and extent of affiliation*: BATS Hotspot Asia Pte. Ltd. is wholly-owned by BATS International Holdings Limited which is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS Hotspot Asia Pte. Ltd. operates an institutional spot foreign exchange market.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

## **Current Directors**

- Chris Concannon
- Ng Lip Chih

- Chew Pei Tsing (Secretary)
- Lai Jek Ping (Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

### P. <u>BATS Trading Limited</u>

- Name: BATS Trading Limited Address: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF
- 2. *Form of organization*: Private Company Limited by Shares.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in England and Wales under the Companies Act 1985 on March 28, 2008.
- 4. *Brief description of nature and extent of affiliation*: BATS Trading Limited is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. *Brief description of business or functions*: BATS Trading Limited is recognized as a Recognised Investment Exchange in the United Kingdom under the Financial Services and Markets Act 2000 ("FSMA"). It operates a platform for trading of European equity securities.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors

- Mark Hemsley
- Adam Eades
- John Woodman
- Anthony Whalley
- William Eldridge
- Virginie Saade
- Rebecca Fuller
- Paul Hilgers
- Julian Corner

- Mark Hemsley (CEO)
- Antonio Amelia (Secretary)
- Jill Griebenow (CFO)
- Adam Eades (Chief Legal and Regulatory Officer)
- Jerry Avenell (Co-Head Sales)
- Alex Dalley (Co-Head Sales)
- Guy Simpkin (Head of Business Development)

• David Howson (COO)

## Standing Committees

## Audit, Risk and Compliance Committee

- William Eldridge
- Anthony Whalley
- Rebecca Fuller

## Remuneration Committee

- John Woodman
- Anthony Whalley
- Rebecca Fuller
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

## Q. <u>Chi-X Europe Limited</u>

- Name: Chi-X Europe Limited Address: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF
- 2. *Form of organization*: Private Company Limited by Shares.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in England and Wales. It changed its name to Chi-X Europe Limited on July 2, 2007.
- 4. *Brief description of nature and extent of affiliation*: Chi-X Europe Limited is wholly-owned by BATS Trading Limited which, in turn, is indirectly wholly owned by BATS Global Markets, Inc.
- 5. Brief description of business or functions: Chi-X Europe Limited is authorised in the United Kingdom under the Financial Services and Markets Act 2000 ("FSMA"), as an investment firm. Between April 30, 2012 and May 20, 2013 it was a dormant company. Since May 20, 2013, Chi-X Europe Limited operates the smart order router that is needed for the routing strategies deployed by BATS Trading Limited
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

Current Directors

- Mark Hemsley
- Adam Eades
- John Woodman

- Mark Hemsley (CEO)
- Antonio Amelia (Secretary)
- Jill Griebenow (CFO)
- Adam Eades (Chief Legal and Regulatory Officer)
- Jerry Avenell (Co-Head Sales)
- Alex Dalley (Co-Head Sales)
- Guy Simpkin (Head of Business Development)
- David Howson (COO)
- **10.** Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

### R. <u>Blue Merger Sub Inc.</u>

- 1. *Name*: Blue Merger Sub Inc. *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on August 22, 2013.
- 4. *Brief description of nature and extent of affiliation*: As of January 31, 2014, Blue Merger Sub Inc. ceased to exist.
- 5. Brief description of business or functions: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: Not applicable.
- 8. *Copy of existing by-laws or corresponding rules or instruments*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: On January 31, 2014, Blue Merger Sub, Inc. was merged with and into BATS Global Markets Holdings, Inc. (f/k/a BATS Global Markets, Inc.), with BATS Global Markets Holdings, Inc. surviving, resulting in Blue Merger Sub, Inc. ceasing to exist.

## S. <u>Delta Merger Sub LLC</u>

- 1. *Name*: Delta Merger Sub LLC *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on August 22, 2013.
- 4. *Brief description of nature and extent of affiliation*: As of January 31, 2014, Delta Merger Sub LLC ceased to exist.
- 5. Brief description of business or functions: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: Not applicable.
- 8. Copy of existing by-laws or corresponding rules or instruments: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: On January 31, 2014, Delta Merger Sub LLC was merged with and into Direct Edge Holdings LLC, with Direct Edge Holdings LLC surviving, resulting in Delta Merger Sub LLC ceasing to exist.

## T. <u>BATS FX, Inc.</u>

- 1. Name: BATS FX, Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on September 17, 2012.
- 4. *Brief description of nature and extent of affiliation*: As of December 31, 2015, BATS FX, Inc. ceased to exist.
- 5. Brief description of business or functions: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: Not applicable.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: As of December 31, 2015, BATS FX, Inc. ceased to exist.

#### U. <u>Direct Edge ECN LLC (d/b/a DE Route)</u>

- 1. *Name*: Direct Edge ECN LLC (d/b/a DE Route) *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company
- 3. *Name of state, statute under which organized and date of incorporation*: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on April 19, 2005.
- 4. *Brief description of nature and extent of affiliation*: As of December 31, 2015, Direct Edge ECN LLC ceased to exist.
- 5. Brief description of business or functions: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: Not applicable.
- 8. Copy of existing by-laws or corresponding rules or instruments: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: As of December 31, 2015, Direct Edge ECN LLC ceased to exist.

### V. <u>Direct Edge Holdings LLC</u>

- 1. Name: Direct Edge Holdings LLC Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Limited Liability Company
- 3. *Name of state, statute under which organized and date of incorporation*: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on June 5, 2007.
- 4. *Brief description of nature and extent of affiliation*: As of December 31, 2015, Direct Edge Holdings LLC ceased to exist.
- 5. Brief description of business or functions: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: Not applicable.
- 8. *Copy of existing by-laws or corresponding rules or instruments*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: As of December 31, 2015, Direct Edge Holdings LLC ceased to exist.

## W. Omicron Holdings Corp.

- 1. *Name*: Omicron Holdings Corp. *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on February 7, 2011.
- 4. *Brief description of nature and extent of affiliation*: As of December 31, 2015, Omicron Holdings Corp. ceased to exist.
- 5. *Brief description of business or functions*: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: Not applicable.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: As of December 31, 2015, Omicron Holdings Corp. ceased to exist.

#### X. Omicron Intermediate Holdings Corp.

- 1. *Name*: Omicron Intermediate Holdings Corp. *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on February 7, 2011.
- 4. *Brief description of nature and extent of affiliation*: As of December 31, 2015, Omicron Intermediate Holdings Corp. ceased to exist.
- 5. *Brief description of business or functions*: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. *Copy of articles of incorporation or association and amendments*: Not applicable.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: As of December 31, 2015, Omicron Intermediate Holdings Corp. ceased to exist.

## <u>Exhibit J</u>

## **Exhibit Request:**

A list of the officers, governors, members of all standing committees, or persons performing similar functions, who presently hold or have held their offices or positions during the previous year, indicating the following for each:

- 1. Name.
- 2. Title.
- 3. Dates of commencement and termination of term of office or position.
- 4. Type of business in which each is primarily engaged (e.g., floor broker, specialist, odd lot dealer, etc.)

## **Response:**

1. <u>Officers</u>

Pursuant to the Certificate of Incorporation and Bylaws of the Exchange, the Exchange's Board of Directors has appointed the individuals listed below as Officers of the Exchange. Officers shall be appointed by the Board on an annual basis. These individuals will serve in these positions until their successors are appointed in accordance with the Certificate of Incorporation and Bylaws. Officers of the Exchange will serve at the pleasure of the Board of Directors.

Officers				
Name:	Title:	Appointment Date:	Termination/ Change Position Date:	Anticipated re- appointment:
Chris Concannon	President	02/10/15		February 2016
Chris Concannon	Chief Executive Officer	03/31/15		February 2016
Chris Isaacson	Executive Vice President, Global Chief Information Officer	02/10/14		February, 2016
Bryan Harkins	Executive Vice President, Head of U.S. Markets	02/10/15		February, 2016

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Tami Schademann	Executive Vice President, Chief Regulatory Officer	02/10/15	February, 2016
Eric Swanson	Executive Vice President, General Counsel, Secretary	02/10/15	February, 2016
Brian N. Schell	Executive Vice President, Chief Financial Officer, Treasurer	02/10/15	February, 2016
Charles Randy Williams	Senior Vice President, Global Investor Relations & Communications	02/10/15	February, 2016
Tony Barchetto	Senior Vice President, Business Development	02/10/15	February, 2016
Bryan Christian	Senior Vice President, Head of U.S. Sales	02/10/15	February, 2016
Eric Crampton	Senior Vice President Global Head of Software Engineering	02/10/15	February, 2016
Laura Morrison	Senior Vice President, Global Head of Exchange Products	05/12/15	February, 2016
Anders Franzon	Senior Vice President, Associate General Counsel	11/02/15	February, 2016
Troy Yeazel	Senior Vice President, Operations	11/02/15	February, 2016
Jeff Connell	Senior Vice President, Market Oversight	11/02/15	February, 2016
Derick Shupe	Vice President, Controller	02/10/15	February, 2016
Greg Steinberg	Vice President, Assistant Secretary & Associate General Counsel	02/10/15	February, 2016

Aaron Weissenfluh	Vice President, Chief Information Security Officer	02/10/15	· ,	February, 2016
Rodney Burt	Vice President, Infrastructure	02/10/15		February, 2016
Kevin Carrai	Vice President, Connectivity, Data & Member Services	02/10/15		February, 2016
Stacie Fleming	Vice President, Communications	02/10/15		February, 2016
Kapil Rathi	Vice President, Options Business Development	05/12/15		February, 2016 <sup>-</sup>
Thad Prososki	Vice President, Human Resources	05/12/15		February, 2016
Brett Johnson	Vice President,	09/09/15		February,
	Software Engineering			2016
	Form	ner Officers		
Name:	Title:	Appointment Date:	Termination/ Change Position Date:	
William	Chief Executive	03/2010	02/11/14	
O'Brien Bryan Harkins	Officer Chief Operating Officer	01/2011	02/11/14	
Thomas McManus	Chief Regulatory Officer	07/2011	02/11/14	
Saro Jahani	Chief Information Officer	04/2011	02/11/14	
Glen Badach	Chief Financial Officer	03/2010	02/11/14	
Jeffrey Rosenstrock	General Counsel	10/2011	02/11/14	
	Secretary	01/2013	02/11/14	
Ken Conklin	Senior Vice President, Business Development and Marketing	02/11/14	04/23/14	

William O'Brien	President	1/31/14	7/21/14
Joe Ratterman	President	07/21/14	02/10/15
Joe Ratterman	Chief Executive Officer	02/10/15	03/31/15
Phillip Ratterman	Vice President, Core Software Engineer	2/10/14	2/10/15
Jeromee Johnson	Vice President, Options Market Development	02/10/15	06/30/15
Joe Bracco	Senior Vice President, Head of Institutional and Strategic Relations	02/10/15	10/30/15

#### 2. <u>Directors</u>

The following directors were appointed in accordance with Article III of the Bylaws of the Exchange. Directors will serve staggered, three-year terms. The current directors of the Exchange are the persons listed below:

	· Dir	ectors		
Name	Classification(s)	Appointment Date:	Termination Date:	Class (Anticipated Expiration) <sup>1</sup>
Chris Concannon	Chairman/Industry	03/31/15		N/A
Christopher Isaacson	Industry	10/26/15		Class I (Fall 2015)
Brett Redfearn	Industry	10/17/14		Class III (Fall 2017)
Peter Wallison	Non- Industry/Independent	10/17/14		Class III (Fall 2017)

<sup>&</sup>lt;sup>1</sup> Pursuant to the Exchange's Bylaws, directors in Class I will serve until the second annual election, directors in Class II will serve until the third annual election and directors in Class III will serve until the third annual election. The annual election is likely to occur each year in the Fall, though a date certain is not required under the Exchange's Bylaws. New directors elected from each Class will serve three-year terms.

David Roscoe	Non-	01/31/14	Class II
	Industry/Independent		(Fall 2016)
Sandy Kemper	Non-	10/26/15	Class I
	Industry/Independent		(Fall 2015)
Scott Wagner	Non-	01/31/14	Class II
	Industry/Independent		(Fall 2016)
Jill Sommers	Non-Industry/Non-	10/26/15	Class I
	Independent		(Fall 2015)
Adam Nunes	Member Representative Director/Industry	10/14/14	Class III
			(Fall 2017)
Matt Billings	Member Representative	02/13/15	Class II
			(Fall 2016)
Joseph Mecane	Member Representative	10/26/15	Class I
Dir	Director/Industry		(Fall 2015)

# **Former Directors**

Name:	Title:	Appointment Date:	Termination Date:	Class:
William O'Brien	Chief Executive Officer	05/2010	01/31/14	N/A
Michael Culek	Owner Director	04/2013	01/31/14	Class II
Michael Simon	Owner Director	05/2011	01/31/14	Class I
Greg Tusar	Owner Director	05/2010	03/2013	Class III
Noel Dalzell	Owner Director	11/2012	03/2013	Class II
Leonard Amoruso	Owner Director	05/2011	07/2013	Class I
Michael Corrao	Owner Director	07/2013	01/2014	Class I
James Angel	Independent Director	05/2011	01/31/14	Class I
Larry Bergmann	Independent Director	05/2013	01/31/14	Class III
Susan Certoma	Independent Director	05/2013	01/31/14	Class I
William Dailey	Independent Director	05/2011	01/31/14	Class I
Patrick Healy	Independent Director	05/2012	01/31/14	Class II
Sam Scott Miller	Independent Director	05/2012	01/31/14	Class II

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Mark Minister	Independent Director	05/2013	01/31/14	Class III
George Munoz	Independent Director	05/2013	01/31/14	Class III
Steven Rubinow	Independent Director	10/2013	01/31/14	Class II
Richard Schenkman	Independent Director	05/2013	01/31/14	Class III
Scott Ganeles	Independent Director	05/2012	07/2013	Class II
James Boyle	Member Director	10/2011	01/31/14	Class I
Joseph Droessler	Member Director	05/2012	01/31/14	Class II
Richard Gorelick	Member Director	05/2012	01/31/14	Class II
Paul Jiganti	Member Director	08/2013	01/31/14	Class III
Suhas Daftur	Member Director	05/2010	05/2013	Class III
Chris Concannon	Member Representative/Industry	03/12/12	11/04/14	
Joe Ratterman	Chairman/Industry	10/20/08	03/31/15	N/A
Harry Temkin	Non- Industry/Independent	10/17/14	07/20/15	Class III (Fall 2017)
James Selway	Member Representative/Industry	10/26/15	10/26/15	Class I (Fall 2015)

## 3. <u>Committees</u>

The committees of the Board shall consist of a Compensation Committee, an Audit Committee, a Regulatory Oversight Committee, an Appeals Committee, an Executive Committee, and such other committees as may be from time to time established by the Board. The Chairman, with the approval of the Board, shall appoint persons to sit on the standing committees of the Board, consistent with the Exchange's Bylaws. The Nominating Committee and Member Nominating Committee are not committees of the Board.

### **Compensation Committee**

Name	Classification(s)
Peter Wallison (Chairman)	Non-Industry/Independent
Sandy Kemper	Non-Industry/Independent

#### Audit Committee

Name Jill Sommers (Chairman) Classification(s) Non-Industry/Non-Independent

## David Roscoe Matt Billings

## Non-Industry/Independent Member Representative Director/Industry

## Regulatory Oversight Committee

Name	Classification(s)
Scott Wagner (Chairman)	Non-Industry/Independent
Sandy Kemper	Non-Industry/Independent
Peter Wallison	Non-Industry/Independent

# Appeals Committee

Name	Classification(s)
Brett Redfearn (Chairman)	Industry
Scott Wagner	Non-Industry/Independent
Joseph Mecane	Member Representative Director/Industry

## Executive Committee

Name	Classification(s)
Chris Concannon	Industry
Sandy Kemper	Non-Industry/Independent
David Roscoe	Non-Industry/Independent
Adam Nunes	Member Representative/Industry

## Nominating Committee

Name Benjamin Gould Alex Sadowski Classification(s) Non-Industry Industry

## Member Nominating Committee

Name	Classification(s)
Bailey Korell	Member Representative/Industry
Cameron Smith	Member Representative/Industry