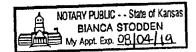
| UL For           | ni I             | U.S. SECUR                                      | RITIES AND EXCILAN                                    | GE COMMISSION   | Date filed            | OFFICIAL                              |
|------------------|------------------|---|---|---|-----------------------|---------------------------------------|
| Pa               |                  |   | WASIUNGTON, D.C.                                      |   | (MM/DD/YY)            | USE                                   |
| V-2xecpt         | ign Biger        | АРРІ ІСАТІОМ                                    | N ETHE AND AMENDA                                     | IENTS TO APPLICATION  | 10/01/11              | ONLY                                  |
|                  |                  | FOR, REGISTRA                                   | TION AS A NATIONA                                     | L SECURITIES EXCHANGE   | 10/31/16              |                                       |
| EC/1             | m                | OR EXEMPT                                       | TION FROM REGISTE                                     | ATION PURSUANT TO   |                       |                                       |
|                  |                  |   | CTION 5 OF THE EXC                                    | CHANGE ACT<br>lementary information on a timely   | 1                     |                                       |
| to keep a        | ocurate boo      | oks and records or otherwis                     | se to comply with the pro-                            | visions of law applying to the con-   | duct of the applicant |                                       |
| would vi         | iolate the fe    | ideral securities taws and n                    | may result in disciplinary,                           | administrative or criminal action   |                       |                                       |
|                  | ·····            | INTENTIONAL I                                   | MISSTATEMENTS OR                                      | OMISSIONS OF FACTS  |                       |                                       |
| l                |                  |   | ONSTITUTE CRIMINAL                                    |   | A.A                   | SEC                                   |
|                  |                  | LICATION  |   | AMENDMENT   |                       | Processing                            |
|                  |                  | CICATION  |   | MARININI  | 1                     | Section                               |
| 1.               | State the        | name of the applicant: B                        | lats EDGX Exchange, Inc                               |   | NAI                   | 0 2 2016                              |
| 2.               | Provide (        | the applicant's primary str                     | eet address (Do not use a                             | P.O. Box);  |                       |                                       |
|                  | <u>8050 Ma</u>   | arshall Dr., Suite 120                          |   |   | West                  | ington DC                             |
|                  | Lenexa,          | Kansas 66214                                    | anna a tha ann a tha ann a tha ann a tha tha ann a    |   |                       | 412                                   |
| 3.               | Provide 1        | the applicant's mailing add                     | lress (if different):                                 |   |                       | 1                                     |
|                  |                  |   |   |   |                       |                                       |
|                  |                  | ann an         |   | ، «««المالية المالية»، «المالية»، من المالية المالية»، «المالية»، «المالية»، «المالية»، «المالية»، «المالية»، « |                       |                                       |
| 4.               |                  | the business telephone and                      | l facsimile number:                                   | (010) 015 7110  |                       | 1953 of 1 (2006) i normal for som set |
|                  | <u>(913) 81:</u> | (Telephone)                                     |   | (913) 815-7119<br>(Facsimile)   | 16                    | 019436                                |
|                  |                  | • •   |   |   |                       |                                       |
| 5.               | Provide t        | the name, title and telepho                     | ne number of a contact en<br>Reputal Coursel, Bats FD | nployee:<br><u>GX Exchange, Inc. (212) 3</u> 7  |                       |                                       |
|                  | (Nar             | mc)   | (Title)   | (Telephone Nu   |                       |                                       |
| 6.               | Provido t        | the name and address of co                      | ouncel for the applicants                             |   |                       |                                       |
| 0.               | Eric Swa         | inson   |   |   |                       |                                       |
|                  |                  |   |   |   |                       |                                       |
|                  | NCW TO           | rk, NY 10004                                    |   |   |                       |                                       |
| 7.               | Provide t        | the date that applicant's fis                   | scal year ends: December                              | 31  |                       |                                       |
| 8.               | Indicate         | legal status of the applican                    | nt: X Corporation                                     | Sole Partnership  | Partnership           |                                       |
|                  |                  | topu suids is no approxi-                       | Limited Liab  | Sole Partnership<br>ility CompanyOther (sp  | ecify):               |                                       |
|                  | If other t       | han a sale proprietor indi                      | nie ilse date and alace wh                            | ere applicant obtained its legal sta  | nine (a a clota mbora |                                       |
|                  |                  |   |   | or where applicant obtained its regar sta   |                       |                                       |
|                  | (a) Date         | (MM/DD/YY): 03/09/09 (                          | (b) State/Country of form                             | ation: Delaware/United States of  | f America             | }                                     |
| ENDON            |                  | te under which applicant v                      | vas organized: <u>General C</u>                       | orporation Law of the State of De   | enware                |                                       |
| EXECU<br>The app |                  | ents that service of any ci                     | vil action brought by, or                             | notice of any proceeding before   | , the Securities and  |                                       |
| Exchang          | e Commissi       | ion in connection with the                      | applicant's activities may                            | be given by registered or certific  | d mail or confirmed   |                                       |
|                  |                  |   |   | iling address if different, given in<br>xecuted this form on behalf of, an                                      |                       |                                       |
| of, said a       | applicant.       | The undersigned and appli                       | icant represent that the it                           | formation and statement contain   | ed herein, including  |                                       |
|                  |                  | or other documents attach<br>true and complete. | red hereto, and other info                            | ormation filed herewith, all of wh  | nich are made a part  | 1                                     |
|                  | is current, t    | ove mie comprete.                               |   |   |                       |                                       |
| Date:            | 10/31/           | /16   | Bat   | s EDGX Exchange, Inc.   |                       |                                       |
| Du               | (MM/DE           | ·/247   |   | (Name of Applicant)   |                       |                                       |
| By:              | (Signatur        | re)   |   | <u>ters Franzon, SVP, Associate Ger</u><br>Printed Name and Title)  | neral Counsel         | 1                                     |
| Subscrib         | ed and swo       | rn befare me this <u>315+</u>                   | day of UCtober  | 20/10 by Stanca   | Atodden               |                                       |
|                  |                  | pires 08/04/19                                  | (Monto)   | (Year) (Nolary Pub  |                       |                                       |
| My Com           |                  |   |   | nnson State of Kans   |                       | 4                                     |
|                  | this pa          | •   | ч.,   | al, manual signature and notari   | zation.               |                                       |
|                  |                  | Affix n   | otary stamp or seal whe                               | re applicable.  |                       | 1                                     |



#### Exhibit C

#### 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)
- Tony Barchetto (Executive Vice President, Head of Corporate Development)

- 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
- Chris Mitchell
- Frank Reardon

# Audit Committee

- Michael Richter
- Alan Freudenstein
- Robert Jones

# Nominating and Corporate Governance Committee

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

### B. <u>Bats Global Markets Holdings, Inc.</u>

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

- 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 Bats EDGA Exchange, Inc. and Bats 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 BZX Exchange, Inc.</u>

- 1. Name: Bats BZX 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 BZX 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 BZX 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
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- 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 (Executive Vice President, Head of Corporate 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

- Sandy Kemper
- Scott Wagner
- Jill Sommers

# Audit Committee

- Jill Sommers
- David Roscoe
- Matt Billings

# Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- David Roscoe

# Appeals Committee

- Matt Billings
- Joseph Mecane
- Scott Wagner

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

# E. <u>Bats BYX Exchange, Inc.</u>

- 1. Name: Bats BYX 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 BYX 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 BYX 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
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- 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 (Executive Vice President, Head of Corporate 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

- Sandy Kemper
- Scott Wagner
- Jill Sommers

# Audit Committee

- Jill Sommers
- David Roscoe
- Matt Billings

# Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- David Roscoe

#### Appeals Committee

- Matt Billings
- Joseph Mecane
- Scott Wagner
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# F. Bats EDGA Exchange, Inc.

- 1. Name: Bats 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*: Bats 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:* Bats 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
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- 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 (Executive Vice President, Head of Corporate 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

- Sandy Kemper
- Scott Wagner
- Jill Sommers

# Audit Committee

- Jill Sommers
- David Roscoe
- Matt Billings

# Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- David Roscoe

# Appeals Committee

- Matt Billings
- Joseph Mecane
- Scott Wagner

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

# G. Bats Trading, Inc.

- 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 whollyowned 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 BYX Exchange, Inc., Bats EDGA Exchange, Inc. and Bats 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

- 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.

### 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
- Joe Ratterman
- 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 whollyowned 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 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.

# M. 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.

### N. Bats Hotspot Asia Pte. Ltd.

- 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

- Chris Concannon (President)
- 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.

# O. <u>Bats Trading Limited</u>

- 1. 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
- William Eldridge
- Virginie Saade
- Rebecca Fuller
- Julian Corner
- Kristian West
- Ted Hood

- 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

- Ted Hood
- Rebecca Fuller

# Remuneration Committee

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

# P. <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.

# Q. <u>Bats ETF.com, Inc.</u>

- 1. Name: Bats ETF.com, 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 March 28, 2016.
- 4. Brief description of nature and extent of affiliation: Bats ETF.com, Inc. is whollyowned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. *Brief description of business or functions*: Bats ETF.com, Inc. is a media company providing ETF data, news and analysis.
- 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 Concannon (President)
- David Lichtblau (CEO)
- Brian N. Schell (EVP, CFO and Treasurer)
- Bryan Harkins (EVP, Head of U.S. Markets)
- Chris Isaacson (EVP, Global CIO)
- Eric Swanson (EVP, General Counsel and Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# R. INDEXPUBS S.A.

- Name: INDEXPUBS S.A. Address: Almagro Plaza, Ste. 508, Pedro Ponce Carrasco, E8-06 y Diego de Almagro, 170516 – Quito, Ecuador
- 2. Form of organization: Corporation (Soceidad Anonima or S.A.)
- 3. *Name of state, statute under which organized and date of incorporation:* Incorporated in Ecuador on January 15, 2008.
- 4. Brief description of nature and extent of affiliation: INDEXPUBS S.A. is owned 0.1% by Fernando Rivera and 99.9% 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*: INDEXPUBS S.A. is a media company providing ETF data, news and analysis.
- 6. *Copy of constitution*: See attached.
- 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

- David Lichtblau (President)
- Verónica Rocío Bravo (General Manager)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# S. <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.

#### T. <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.

### U. Direct Edge Holdings LLC

- 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.

# V. 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.

### W. 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.

# X. Bats Hotspot SEF LLC

- 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*: As of August 18, 2016, Bats Hotspot SEF 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*: 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 August 18, 2016, Bats Hotspot SEF LLC ceased to exist.

#### Exhibit J

#### **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. Officers

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.

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|                    |   | Officers             |   |                                    |
|--------------------|---|----------------------|---|------------------------------------|
| Name:              | Title:  | Appointment<br>Date: | Termination/<br>Change<br>Position<br>Date: | Anticipated<br>re-<br>appointment: |
| Chris<br>Concannon | President   | 02/10/15             |   | February<br>2017                   |
| Chris<br>Concannon | Chief Executive<br>Officer  | 03/31/15             |   | February 2017                      |
| Chris Isaacson     | Executive Vice<br>President, Global<br>Chief Information<br>Officer | 02/10/14             |   | February,<br>2017                  |
| Bryan Harkins      | Executive Vice<br>President, Head of<br>U.S. Markets                | 02/10/15             | 21.<br>                                     | February,<br>2017                  |

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| Tami<br>Schademann        | Executive Vice<br>President, Chief   | 02/10/15 |          | February,<br>2017 |
|---------------------------|--|----------|----------|-------------------|
| Eric Swanson              | Regulatory Officer<br>Executive Vice<br>President, General<br>Counsel, Secretary | 02/10/15 |          | February,<br>2017 |
| Brian N. Schell           | Executive Vice<br>President, Chief<br>Financial Officer,<br>Treasurer            | 02/10/15 |          | February,<br>2017 |
| Charles Randy<br>Williams | Senior Vice President,<br>Global Investor<br>Relations &<br>Communications       | 02/10/15 |          | February,<br>2017 |
| Tony<br>Barchetto         | Executive Vice<br>President, Head of<br>Corporate<br>Development                 | 05/03/16 | 05/03/16 | February,<br>2017 |
| Bryan<br>Christian        | Senior Vice President,<br>Head of U.S. Sales                                     | 02/10/15 |          | February,<br>2017 |
| Eric Crampton             | Senior Vice President<br>Global Head of<br>Software Engineering                  | 02/10/15 |          | February,<br>2017 |
| Laura<br>Morrison         | Senior Vice President,<br>Global Head of<br>Exchange Products                    | 05/12/15 |          | February,<br>2017 |
| Anders<br>Franzon         | Senior Vice President,<br>Associate General<br>Counsel                           | 11/02/15 |          | February,<br>2017 |
| Troy Yeazel               | Senior Vice President,<br>Operations   | 11/02/15 |          | February,<br>2017 |
| Jeff Connell              | Senior Vice President,<br>Market Oversight                                       | 11/02/15 |          | February,<br>2017 |
| Derick Shupe              | Vice President,<br>Controller  | 02/10/15 |          | February,<br>2017 |
| Greg Steinberg            | Vice President,<br>Assistant Secretary &   | 02/10/15 |          | February,<br>2017 |

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|                        | Associate General<br>Counsel                               |                      |   |                                       |
|------------------------|--|----------------------|---|---------------------------------------|
| Aaron<br>Weissenfluh   | Vice President, Chief<br>Information Security<br>Officer   | 02/10/15             |   | February,<br>2017                     |
| Rodney Burt            | Vice President,<br>Infrastructure                          | 02/10/15             |   | February,<br>2017                     |
| Kevin Carrai           | Vice President,<br>Connectivity, Data &<br>Member Services | 02/10/15             |   | February,<br>2017                     |
| Stacie Fleming         | Vice President,<br>Communications                          | 02/10/15             |   | February,<br>2017                     |
| Kapil Rathi            | Vice President,<br>Options Business<br>Development         | 05/12/15             |   | February,<br>2017                     |
| Thad Prososki          | Vice President,<br>Human Resources                         | 05/12/15             |   | February,<br>2017                     |
| Brett Johnson          | Vice President,  | 09/09/15             |   | February,                             |
|                        | Software Engineering                                       |                      |   | 2017                                  |
|                        | For  | mer Officers         |   |                                       |
| Name:                  | Title:   | Appointment<br>Date: | Termination/<br>Change<br>Position<br>Date: | · · · · · · · · · · · · · · · · · · · |
| William<br>O'Brien     | Chief Executive<br>Officer                                 | 03/2010              | 02/11/14                                    |                                       |
| Bryan Harkins          | Chief Operating<br>Officer                                 | 01/2011              | 02/11/14                                    |                                       |
| Thomas<br>McManus      | Chief Regulatory<br>Officer                                | 07/2011              | 02/11/14                                    |                                       |
| Saro Jahani            | Chief Information<br>Officer                               | 04/2011              | 02/11/14                                    |                                       |
| Glen Badach            | Chief Financial<br>Officer                                 | 03/2010              | 02/11/14                                    |                                       |
| Jeffrey<br>Rosenstrock | General Counsel  | 10/2011              | 02/11/14                                    |                                       |
|                        | Secretary  | 01/2013              | 02/11/14                                    |                                       |
|                        |  |                      |   |                                       |

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| Ken Conklin          | Senior Vice President,<br>Business Development<br>and Marketing               | 02/11/14 | 04/23/14 |
|----------------------|---|----------|----------|
| William<br>O'Brien   | President   | 1/31/14  | 7/21/14  |
| Joe Ratterman        | President   | 07/21/14 | 02/10/15 |
| Joe Ratterman        | Chief Executive<br>Officer  | 02/10/15 | 03/31/15 |
| Phillip<br>Ratterman | Vice President, Core<br>Software Engineer                                     | 2/10/14  | 2/10/15  |
| Jeromee<br>Johnson   | Vice President,<br>Options Market<br>Development                              | 02/10/15 | 06/30/15 |
| Joe Bracco           | Senior Vice President,<br>Head of Institutional<br>and Strategic<br>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:

| Directors               |                              |                      |                      |   |
|-------------------------|------------------------------|----------------------|----------------------|---|
| Name                    | Classification(s)            | Appointment<br>Date: | Termination<br>Date: | Class<br>(Anticipated<br>Expiration) <sup>1</sup> |
| Chris<br>Concannon      | CEO/Industry                 | 03/31/15             |                      | N/A   |
| Christopher<br>Isaacson | Industry                     | 10/26/15             |                      | Class III<br>(Fall 2017)                          |
| David Roscoe            | Non-<br>Industry/Independent | 01/31/14             |                      | Class III<br>(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.

| Sandy Kemper        | Non-<br>Industry/Indonendant | 10/26/15             |                      | Class I     |
|---------------------|------------------------------|----------------------|----------------------|-------------|
|                     | Industry/Independent         |                      |                      | (Fall 2018) |
| Scott Wagner        | Non-                         | 10/27/16             |                      | Class II    |
|                     | Industry/Independent         |                      |                      | (Fall 2016) |
| Jill Sommers        | Non-Industry/Non-            | 10/26/15             |                      | Class I     |
|                     | Independent                  | -<br>-               |                      | (Fall 2018) |
| Matt Billings       | Member Representative        | 10/27/16             |                      | Class II    |
|                     |                              |                      |                      | (Fall 2016) |
| Joseph              | Member Representative        | 10/26/15             |                      | Class I     |
| Mecane              | Director/Industry            |                      |                      | (Fall 2018) |
|                     | Forme                        | er Directors         |                      |             |
| Name:               | Title:                       | Appointment<br>Date: | Termination<br>Date: | Class:      |
| William<br>O'Brien  | Chief Executive Officer      | 05/2010              | 01/31/14             | N/A         |
| Michael Culek       | Owner Director               | 04/2013              | 01/31/14             | Class II    |
| Michael<br>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<br>Amoruso  | Owner Director               | 05/2011              | 07/2013              | Class I     |
| Michael<br>Corrao   | Owner Director               | 07/2013              | 01/2014              | Class I     |
| James Angel         | Independent Director         | 05/2011              | 01/31/14             | Class I     |
| Larry<br>Bergmann   | Independent Director         | 05/2013              | 01/31/14             | Class III   |
| Susan<br>Certoma    | Independent Director         | 05/2013              | 01/31/14             | Class I     |
| William<br>Dailey   | Independent Director         | 05/2011              | 01/31/14             | Class I     |
| Patrick Healy       | Independent Director         | 05/2012              | 01/31/14             | Class II    |
| Sam Scott<br>Miller | Independent Director         | 05/2012              | 01/31/14             | Class II    |
| Mark Minister       | Independent Director         | 05/2013              | 01/31/14             | Class III   |

| George<br>Munoz      | Independent Director                       | 05/2013  | 01/31/14 | Class III                |
|----------------------|--|----------|----------|--------------------------|
| Steven<br>Rubinow    | Independent Director                       | 10/2013  | 01/31/14 | Class II                 |
| Richard<br>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<br>Droessler  | Member Director                            | 05/2012  | 01/31/14 | Class II                 |
| Richard<br>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<br>Concannon   | Member<br>Representative/Industry          | 03/12/12 | 11/04/14 |                          |
| Joe Ratterman        | Chairman/Industry                          | 10/20/08 | 03/31/15 | N/A                      |
| Harry Temkin         | Non-<br>Industry/Independent               | 10/17/14 | 07/20/15 | Class III<br>(Fall 2017) |
| James Selway         | Member<br>Representative/Industry          | 10/26/15 | 10/26/15 | Class I<br>(Fall 2015)   |
| Brett Redfearn       | Industry                                   | 10/17/14 | 05/03/16 | Class III<br>(Fall 2017) |
| Peter Wallison       | Non-<br>Industry/Independent               | 10/17/14 | 05/03/16 | Class III<br>(Fall 2017) |
| Adam Nunes           | Member Representative<br>Director/Industry | 10/14/14 | 05/03/16 | Class III<br>(Fall 2017) |

### 3. Committees

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** 

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| Name                    | Classification(s)            |
|-------------------------|------------------------------|
| Sandy Kemper (Chairman) | Non-Industry/Independent     |
| Scott Wagner            | Non-Industry/Independent     |
| Jill Sommers            | Non-Industry/Non-Independent |

# Audit Committee

| Name                    | Classification(s)                       |
|-------------------------|---|
| Jill Sommers (Chairman) | Non-Industry/Non-Independent            |
| David Roscoe            | Non-Industry/Independent                |
| Matt Billings           | Member Representative Director/Industry |

# Regulatory Oversight Committee

| Name                    | Classification(s)        |
|-------------------------|--------------------------|
| Scott Wagner (Chairman) | Non-Industry/Independent |
| Sandy Kemper            | Non-Industry/Independent |
| David Roscoe            | Non-Industry/Independent |

# Appeals Committee

| Name                     | Classification(s)                       |
|--------------------------|---|
| Matt Billings (Chairman) | Member Representative Director/Industry |
| Scott Wagner             | Non-Industry/Independent                |
| Joseph Mecane            | Member Representative Director/Industry |

# Nominating Committee

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

# Member Nominating Committee

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