

Nasdaq Stock Market, LLC Overnight Trading Session Clearing Letter of Guarantee

NOTICE OF CONSENT – To be completed by Clearing Firm of Applicant Broker-Dealer

In connection with the qualification of _____ (“Member/MPID”) as a member of Nasdaq Stock Exchange, LLC and pursuant to Exchange Rule 2.09, as may be amended or re-numbered from time to time, the undersigned Clearing Firm represents that it is a member of the National Securities Clearing Corporation (“NSCC”), a clearing agency registered with the Securities Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934. The undersigned Clearing Firm accepts full responsibility for clearing and settling any and all transactions made by the Member and/or such persons having access to the Exchange pursuant to a sponsorship arrangement with the Member to the extent such transactions are executed on the Exchange or on other markets after being routed away from the Exchange during the Overnight Trading Session.

This section shall be deemed a letter of guarantee, letter of authorization, or notice of consent pursuant to Exchange Rules and may be relied upon by Exchange. This Notice of Consent shall be subject to Exchange Rules, as amended from time to time, and shall remain in effect until revoked in writing by the Clearing Firm.

Clearing Firm (Broker-Dealer Name)

NSCC Clearing Number

**Signature of Authorized Officer, Partner or Managing
Member or Sole Proprietor of Clearing Firm**

Printed Name/Title

Date