

CNSX DEALER APPLICATION

GENERAL INSTRUCTIONS

Please complete the following application form and submit it with the application fee. If you have any questions regarding this application please contact CNSX at 416.572.2000.

Part 1 General Information:

1. Please state the full legal name of the company.

2. Please provide a general description of the company's principal business and the services offered for use on the CNSX website Dealer directory. *(If the firm has a US Desk that will accept client orders from US firms please provide contact information)*

3. **Head Office Address**

Please provide the complete address.

Address:

Tel:

Fax:

Website:

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4. Representative of CNSX Dealer

Please provide the name and contact information of the individual appointed as the CNSX representative. (The representative must be a senior officer, director or partner of the Dealer firm)

Name & Title:

Address (if different from Head office):

Direct Tel:

Direct Fax:

Email:

5. Back up CNSX Representative

The CNSX Dealer Representative must approve all traders wishing to trade on CNSX and all market making applications. If the CNSX Dealer Representative would like to appoint a back up representative authorized to sign on their behalf, please provide their name(s), telephone number(s) and email address(es) below. Please also indicate any restrictions (e.g. Authorized only to approve trader applications not market making applications (Leave blank if not assigning a back up)

6. Head of Trading

Please provide the name, telephone number and email address of the person appointed as head of trading.

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7. Chief Compliance Officer

Please provide the name, telephone number and email address of the person appointed as the firm's compliance officer. You may also provide contact details for back-up officers.

8. Technical Contact

Please provide the name, telephone number and email address of the person appointed as the firm's technical/operations person (for connectivity and technical implementation information).

9. Back Office Contact:

Please provide the name, telephone number and email address of the person(s) to whom CNSX should send fill reports, outstanding order and jitney reports.

10. Dealer TSX Trading Number

11. CDS Clearing Number (CUID Code)

(If the firm has a clearing arrangement with another firm that is not a CNSX Dealer, please request a clearing agreement from CNSX. This form must be completed by the applicant firm and the clearing member.)

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Part 2 Dealer Banking Information:

A dealer that has been accepted as a CNSX Dealer shall pay before beginning to trade on the CNSX system, the application fee as may from time to time be fixed by CNSX. If the application fee is not received within 30 days of acceptance such acceptance shall lapse.

A CNSX Dealer shall pay such fees and charges as shall be fixed by the CNSX, which shall become due and payable to the CNSX within 30 days.

This application must be accompanied with a cheque representing the full application fee as well as a void cheque for the automatic withdrawal of monthly maintenance fees that will begin when the CNSX marketplace commences operations.

Please provide the name, telephone number and email address of the contact person responsible for accounts payable.

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The applicant hereby certifies that the foregoing statements are true and correct to the best of their knowledge and hereby undertakes to notify CNSX in writing of any material changes herein as prescribed in the CNSX rules.

Dated at _____ this _____ day of _____

By _____
Print Name of Applicant

Print Name of Partner or Senior Officer appointed as CNSX
Representative

Title

Signature

CNSX DEALER APPLICATION

This Agreement made as of the ___ day of _____, 200_.

Between:

Canadian National Stock Exchange 220 Bay Street, 9 th Floor Toronto, Ontario M5J 2W4 (Called "CNSX")
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-And-

_____ Name of Dealer firm
_____ Address
_____ Address
_____ Address (Called the "applicant")

In consideration for being granted access to trade on the CNSX System, the Applicant affirms that it is a member in good standing of the Investment Industry Regulatory Organization of Canada (IIROC) and is registered with the Ontario Securities Commission. The applicant agrees that so long as it remains a participating CNSX dealer it will remain a member of the IIROC and will remain registered under the applicable laws of the province of Ontario.

The Applicant acknowledges that it has received a copy of CNSX's Rules and agrees to comply with all CNSX Requirements, as amended from time to time. The Applicant undertakes to ensure that, as a term of their employment, all partners, directors, officers and other persons authorized to trade on the CNSX System or advise on the trading of securities on the CNSX System, or any other employee to the extent that such employee has the approval of a self-regulatory organization ("Approved Person") are aware of CNSX Requirements and will be made aware of any amendment or addition to CNSX Requirements.

The Applicant submits to the jurisdiction of CNSX and to the Market Regulator, including without limitation the ability of CNSX and the Market Regulator to monitor the conduct of

the applicant, its Related Persons and employees and to enforce compliance with CNSX Requirements.

The Applicant agrees to, and as a term or their employment have all Approved Persons agree to comply with any orders or directions from CNSX or the Market Regulator, including an order or direction prohibiting the Applicant or any Related Person or Approved Person of the Applicant from trading on the CNSX System, subject to any right to appeal such order or direction under the CNSX Rules, UMIR or Ontario Securities Law.

The Applicant agrees to provide CNSX and the Market Regulator with any assistance reasonably requested in conducting an investigation and with information, files date or documents reasonably requested by CNSX of the Market Regulator.

Terms used in this Agreement shall have the meaning ascribed to them in Rule 1 of the CNSX Rules, unless the context otherwise requires.

Dated at _____ this _____ day of _____

By

Print Name of Applicant

Print Name of Partner or Senior Officer appointed as CNSX

Representative

Title

Signature