

**SECURITIES AND EXCHANGE COMMISSION**  
**ALTERNATIVE TRADING SYSTEM (ATS)**  
**ANNUAL REPORT**  
**(ATS FORM 3)**

**GENERAL INSTRUCTIONS**

1. The ATS Form 3 shall be submitted by operator of the ATS within one hundred five (105) days from the end of its fiscal year.
2. This form shall be signed by the ATS Operator's principal executive officer/president and principal financial officer, or persons performing similar functions.
3. The name of the person who signs this form shall be typed or printed beneath his signature. Any person who occupies more than one of the specified positions shall indicate the capacity in which he signs the registration statement. At least one copy of the documents filed shall be manually signed and the unsigned copies shall be conformed.

4. Incorporation by reference

Any information required in the ATS Form may be incorporated by reference by indicating the exhibit number in which the information may be found. Each exhibit should be signed by the authorized officer of the registrant.

5. Exhibits

For each Exhibit, include the name of the applicant/ATS, the date of filing of the Exhibit and the date as of which the information is accurate (if different from the date of the filing). If any Exhibit required is inapplicable, a statement to that effect shall be furnished instead of such Exhibit.

If the applicant/ATS files an amendment to the information provided in its filing and the information relates to an Exhibit filed with the filing of a subsequent amendment, it must provide a description of the change and file a complete and updated Exhibit.

6. Five copies of the complete ATS Form 3 shall be filed, including exhibits and all other papers and documents filed as part thereof.

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**PART I**  
**INFORMATION ON ACTIVITIES**

1. Provide the following with appropriate caption:
  - 1.1 List of all subscribers at any time during the period covered by this report.
  - 1.2 List of all securities that were traded on the ATS at any time during the period covered by this report.
  - 1.3 Provide the details requested in the form set out in the chart below for each type of security traded on the ATS for transactions during regular trading hours during the quarter. Enter "None", "N/A" or "0" where appropriate.

<b>Category of Securities</b>	<b>Average Daily Dollar Value of Trading Volume</b>	<b>Total Trading Volume</b>	<b>Total Number of Trades</b>
A. Exchange-traded securities Equity securities Preferred securities Debt securities Options			
B. Unlisted debt securities - Government debt securities Domestic Foreign			
C. Unlisted debt securities - Corporate debt securities Domestic			
D. Other Specify types of securities			

- 1.4 Provide the total trading volume for each security traded on the alternative trading system in the form set out in the chart below. Enter "None", "N/A" or "0" where appropriate.

Category of Securities	Total Trading Volume for Each Security
A. Exchange-traded securities Equity securities [name of securities] Preferred securities [name of securities] Debt securities [name of securities] Options [name of securities]	
B. Unlisted debt securities - Government debt securities Domestic [by issuer and maturity] Foreign [by issuer and maturity]	
C. Unlisted debt securities - Corporate debt securities Domestic [by issuer and maturity]	
D. Other Specify securities	

1.5 List of all persons granted, denied, or limited access to the ATS during the period covered by this report, designating for each person (a) whether they were granted, denied, or limited access; (b) the date the ATS took such action; (c) the effective date of such action; and (d) the nature of any denial or limitation of access.

1.6 **Indicate status of license as a broker-dealer.**

**PART II  
FINANCIAL INFORMATION**

2.1 Management Discussion and Analysis of Financial Condition and Results of Operation

Provide a comparable discussion that will enable the reader to assess the ATS's financial condition and results of operations for the current period and for the immediately preceding year.

2.2 **Present the existing capitalization of the company and the list of stockholders with their corresponding ownership. Indicate any plan to change the control over the company.**

- 2.3 Attach the ATS's audited financial statements for the covered period, in accordance with SRC Rule 68, as amended.

**PART III**  
**MANAGEMENT AND OTHER MATTERS**

- 3.1 Provide a list of the ATS's members of the Board of Directors and executive officers, indicating their position/s and appointment thereto.
- 3.2 Describe any transaction or trading activity with any of ATS's related party.
- 3.3 Indicate any change in the employment status or information on the ATS's significant employees i.e. IT personnel.

**SIGNATURE**

Pursuant to the requirements of the ATS Rules, this report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of \_\_\_\_\_ on \_\_\_\_\_, 20\_\_.

By:

\_\_\_\_\_  
Principal Executive Officer/President

**SUBSCRIBED AND SWORN** to before me this \_\_\_\_\_ day of \_\_\_\_\_ 200\_\_  
affiant. exhibiting to me his/their Residence Certificate with \_\_\_\_\_ issued at  
\_\_\_\_\_ on \_\_\_\_\_.

**Notary Public**