

Complete this form and fax it to OTC Markets Group at **212.868.3848** to submit for publication unsolicited quotes for a new security in OTC Link. A registered principal of the firm must sign this form. At our sole discretion and for any reason, we may refuse to accept for publication any quotations.<sup>1</sup>

1. Name of issuer and its predecessor (if any): \_\_\_\_\_
2. Address of principle executive offices: \_\_\_\_\_  
\_\_\_\_\_
3. Telephone number of principle executive offices: \_\_\_\_\_
4. Issuer's website: \_\_\_\_\_
5. State of Incorporation: \_\_\_\_\_ Country of Incorporation: \_\_\_\_\_
6. Complete title and class of security to be quoted: \_\_\_\_\_
7. Security Symbol: \_\_\_\_\_
8. CUSIP (if assigned): \_\_\_\_\_
9. Total Shares Outstanding: \_\_\_\_\_ As of Date: \_\_\_\_\_
10. Name and address of transfer agent: \_\_\_\_\_  
\_\_\_\_\_

The transfer agent is registered under the Securities Exchange Act of 1934 (the "Exchange Act").  
(Please check the box if appropriate.)<sup>2</sup>

Please indicate the "appropriate regulatory agency" where the transfer agent is registered within the meaning of Exchange Act Section 3(a)(34)(B). \_\_\_\_\_

11. The security is DTC eligible. \_\_\_\_\_ Yes (Security MUST be DTC eligible to enter an unsolicited quote)
12. Does the quote being published represent an "Unsolicited Customer Order"?<sup>3</sup> \_\_\_\_\_ Yes \_\_\_\_\_ No
13. Was the unsolicited order sent to you by another broker dealer? \_\_\_\_\_ Yes \_\_\_\_\_ No

If yes, please provide the broker/dealer name and trading desk contact:

\_\_\_\_\_

Is the unsolicited order from a customer of your firm? \_\_\_\_\_ Yes \_\_\_\_\_ No

If Yes, provide the number and price of shares to be bought/sold. Unsolicited quotes must be priced:

Number: \_\_\_\_\_ Price: \_\_\_\_\_

14. Has your firm filed a Form 211 with FINRA for this issuer/security? \_\_\_\_\_ Yes \_\_\_\_\_ No

Date filed: \_\_\_\_\_

15. Is the member firm submitting this form, or any person associated with it, affiliated directly or indirectly with the issuer? \_\_\_\_\_ Yes \_\_\_\_\_ No

If yes, describe the affiliation? \_\_\_\_\_

16. Is the quotation being submitted for publication directly or indirectly on behalf of the issuer or any director, officer, or any person who is directly or indirectly the beneficial owner of more than 10% of the outstanding units or shares of any equity security of the issuer? \_\_\_\_\_ Yes \_\_\_\_\_ No

If yes, name the person, and indicate the basis for any exemption under the federal securities laws for any sales of such securities on behalf of this person?

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

17. OTC Markets may decline the publication of unsolicited quotations that fail to satisfy certain standards. OTC Markets generally will publish unsolicited quotations in securities that meet one of the following five conditions.

Please indicate the condition(s) applicable to the security you wish to quote and provide the requested additional information.

1. The issuer of the securities is subject to Section 13 or 15(d) of the Exchange Act, is current in its filing obligations and has seasoned securities currently trading on the NYSE, AMEX, NASDAQ, OTCBB or OTC Link.

Issuer's CIK code and trading symbol of the seasoned securities: \_\_\_\_\_

2. The securities were recently delisted from NYSE, AMEX, NASDAQ or the OTCBB.

Delisted from: \_\_\_\_\_ Date: \_\_\_\_\_

3. The issuer is a bank, savings and loan, or insurance company, and is regulated by a federal or state agency, office or department.

Name of regulatory agency, office or department: \_\_\_\_\_

4. The securities were recently issued as part of a bankruptcy plan of reorganization.

Which bankruptcy court? \_\_\_\_\_ Date: \_\_\_\_\_

5. The security being quoted is a foreign ordinary, which is listed on a non-US exchange included in OTC Markets' List of Qualifying Exchanges (see: <http://www.otcqx.com/otcqx/iQualifiedForeignExchange>), or an ADR representing such ordinaries.

On which Qualified Exchange are the securities listed? \_\_\_\_\_

18. Unsolicited quotations on securities that fail to satisfy one of the conditions described in paragraph 17 will be considered for publication under certain hardship conditions and other special circumstances. If the security or the issuer of the security for which you are submitting a quotation representing an Unsolicited Customer Order does not satisfy any of the conditions set forth in paragraph 17, please state the reasons we should publish your unsolicited quotation in this case. ***OTC Markets, as a matter of policy, does not believe that the Unsolicited Quote Exemption should be used to circumvent the FINRA Form 211 process.***

---

---

---

19. Please attach supporting documentation in your possession regarding the security and its issuer, which may include the issuer's current financial information, bankruptcy reorganization plan, a copy of a share certificate, or other due diligence materials.

**OTC LINK USER ID:** \_\_\_\_\_

**MPID:** \_\_\_\_\_ **FIRM NAME:** \_\_\_\_\_

**REQUESTED BY:** \_\_\_\_\_

**TITLE:** \_\_\_\_\_ **PHONE:** \_\_\_\_\_

**SIGNATURE:** \_\_\_\_\_ **DATE:** \_\_\_\_\_

(registered principals only)

---

<sup>1</sup> This form may be published on our public website, [www.otcmarkets.com](http://www.otcmarkets.com), and may be provided to FINRA or other securities regulator(s) upon their request.

<sup>2</sup> Please note that an unregistered transfer agent may not fully comply with the requirements of the federal securities laws in its procedures for handling stock certificates, stop transfer, legends, record retention and other stock transfer matters. Accordingly, you cannot rely on an unregistered transfer agent when determining whether it is lawful to purchase or sell a security in connection with your unsolicited quotation.

<sup>3</sup> FINRA Regulatory Notice 09-51 amends recordkeeping and the Unsolicited Customer Order Exception of SEA Rule 15c2-11 states in relevant part the following:

SEC Rule 15c2-11 requires that, before a broker or dealer publishes quotes on a quotation medium, it must gather, review, and retain certain information about the issuer. Rule 6440(a) provides that before a member initiates or resumes the quotation of a non-exchange-listed security in any quotation medium, the member must demonstrate compliance with the information maintenance requirements of Rule 15c2-11(a), unless an exemption or exception exists. Particular attention should be given to compliance with these rules following any trading suspensions imposed by the SEC. Following a suspension, FINRA members must ensure that they are in full compliance with the requirements of these rules before entering quotations into any "quotation medium."

One such exception to the rule is the "Unsolicited Customer Order" exception. To avail itself of this exception to SEC Rule 15c2-11, a FINRA member firm must ensure that the quotation published or submitted: (1) is solely on behalf of a customer; (2) represents the customer's indication of interest; and (3) does not involve the solicitation of the customer's interest.

The FINRA staff continues to find instances in which FINRA member firms, in reliance on this exception, improperly publish, or submit for publication, quotations on the behalf of a broker and/or dealer. Such violations may be addressed through the imposition of disciplinary action from FINRA.

A broker and/or dealer is not a customer for the purposes of this rule. If a FINRA member does publish a quotation on behalf of another dealer, including a non-FINRA member dealer, the order must represent an unsolicited customer order. To demonstrate compliance with this exception, a FINRA member publishing or submitting for publication a quotation representing an unsolicited customer order will be required to produce documentation to FINRA demonstrating its knowledge that the underlying order was unsolicited and entered on behalf of a customer. A FINRA member may seek to comply with this exception by obtaining the name of the individual at the other dealer that informed it that the order was an unsolicited customer order and the date and time of such conversation. Both the FINRA member and the other dealer are required, pursuant FINRA and SEC rules, to create and maintain a memorandum of such customer order regardless of whether the order is ultimately executed.

Specifically, contemporaneous with the receipt of any unsolicited customer order or indication of interest, firms are now required to record the following details:

- the identity of the associated person who receives the unsolicited customer order or indication of interest directly from the customer, if applicable;
- the identity of the customer;
- the date and time the unsolicited customer order or indication of interest was received; and
- the terms of the unsolicited customer order or indication of interest that is the subject of the quotation (e.g., security name and symbol, size, side of the market, the duration (if specified) and, if priced, the price).

To the extent a firm is displaying a quote representing an unsolicited customer order or indication of interest that was received from another broker-dealer, the firm is still required to create a contemporaneous record of:

- the identity of the person from whom information regarding the unsolicited customer order or indication of interest was received, if applicable;
- the date and time the unsolicited customer order or indication of interest was received by the firm displaying the quotation; and
- the terms of the unsolicited customer order or indication of interest that is the subject of the quotation (e.g., security name and symbol, size, side of the market, the duration (if specified) and, if priced, the price).

Questions regarding SEC Rule 15c2-11 and FINRA Rule 6440 may be directed to the OTC Compliance Unit at 866-776-0800.