

PASSIVE LIT AUCTIONS LIQUIDITY INCENTIVE SCHEME LIQUIDITY PROVIDER AGREEMENT

Turquoise Global Holdings Limited ('TGHL or 'Turquoise®') operates a Passive Lit Auctions Liquidity Incentive Scheme ("PAL") relating to executions on the Turquoise Plato Lit Auctions Book™. This document sets out the terms of the PAL and the requirements that must be met by Liquidity Providers. The PAL is subject to change and review.

This document is published on the Turquoise website.

Eligibility

- a. Trading Flow of TGHL Trading Members,
- b. Proprietary Trading Flow¹ of TGHL Trading Members that are proprietary trading firms,
- c. Proprietary Trading Flow of TGHL Trading Members with one or more Trader Group(s) (FIX)/Comp ID(s) (Native) dedicated solely to Proprietary Trading Flow, or
- d. Nominated Clients² of TGHL Trading Members

All Liquidity Providers are required to complete and return a signed copy of the appropriate declaration available in the Turquoise document library ([Turquoise Document Library Equities trading resources | London Stock Exchange](#)),

Liquidity Providers that register pursuant to the eligibility criteria b, must provide TGHL with a list of Trader Group(s) (FIX)/Comp ID(s) (Native) solely dedicated to the PAL.

Trading Member registration

TGHL Trading Members that wish to participate in the PAL must complete and return a copy of the following to sales@tradeturquoise.com: by 17:00GMT on the second to last business day of the month to be effective for the following month.

1. Passive Lit Auctions Liquidity Incentive Scheme Liquidity Provider Agreement (see below)
2. The appropriate PAL Declaration, available in the [Turquoise Document Library Equities trading resources | London Stock Exchange](#)

The Trading Member's access to Turquoise is at all times subject to and governed by the rules of Turquoise. Trading members retain ultimate responsibility under the Turquoise rule book for all trading activity carried out by their Nominated Clients.

¹ Proprietary Trading Flow means flow that is solely generated from the firm's own capital, with no related client orders.

² Please refer to the Annexure for the definition of Nominated Clients.



Passive Lit Auctions Liquidity Incentive Scheme Liquidity Provider Agreement

This form and declaration should be completed by applicants to the Passive Lit Auctions Liquidity Incentive Scheme on the **Turquoise Plato Lit Auctions Order Book™**. TGHl reserves the right to request further information or supporting documentation from applicants.

Please return the completed form to sales@tradeturquoise.com together with the appropriate PAL Declaration.

Applicant details

Name of Legal Entity	
Country of Incorporation	
Company Number	
Legal Entity Identifier (LEI)	
Registered Office Address	
Telephone	

Please indicate your firm's eligibility to the PAL by selecting one of the following declarations:

All Trading Flow

- All Trading Flow of TGHl Trading Members

Proprietary Trading Flow

- Proprietary Trading Flow of TGHl Trading Members being proprietary trading firms³
- Proprietary Trading Flow⁴ of TGHl Trading Members with one or more Trader Group(s) (FIX)/Comp ID(s) (Native) dedicated solely to Proprietary Trading Flow
- Nominated Clients⁵ of TGHl Trading Members

The applicant declares that the information provided in connection with this application for the PAL is and will be complete and accurate. The applicant confirms that it has read and understood the Passive Lit Auctions Liquidity Incentive Scheme on the Turquoise Plato Lit Auctions Order Book™.

³ Please refer below annexure for definition

⁴ Please refer below annexure for definition

⁵ Please refer below annexure for definition



General provisions

Turquoise (TGHL) will monitor a PAL participant's trading activities in relation to the instruments for which it has registered, for the purpose of calculating the related discounts and may provide the participant with reports of its activities.

In entering into this Agreement, the participant acknowledges that from time to time the PAL including the requirements and incentives may be varied by TGHL.

TGHL has the right to publish the participant's status and will inform its Members accordingly. Any information (including, without limitation, reports) provided by TGHL to Members under this Agreement is provided at TGHL sole discretion and is provided "as is" without representation or warranty of any kind, either express or implied, regarding (without limitation) the completeness, accuracy, quality of information, or fitness for purpose.

In no event shall TGHL be liable for any losses, damages, claims or expenses incurred or actions undertaken by a Member as a result of this Agreement, including without limitation, its receipt of information or its use thereof under this Agreement.

Termination

A participant may terminate this Agreement by emailing sales@tradeturquoise.com. If TGHL has reasonable grounds to believe that the participant cannot comply with the PAL minimum quoting expectations in a consistent manner going forward, TGHL, without liability, may terminate this Agreement or part thereof (including for example in relation to specific instruments). By signing and returning this document you agree to be bound by the terms of the Agreement.

The applicant declares that the information provided in connection with this application for the PAL is and will be complete and accurate and to have read and understood the general and termination provision above.

Signatures

For and on behalf of:

Name of Director/Partner:

Name of Director/Partner:

Date:

Date:

Signature:

Signature:



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Annexure

1. **‘Proprietary Trading Firms’** are TGHL Trading Members whose trading flow is solely generated from the firm’s own capital with no related client order including the hedging of client CFD and other derivative positions.
2. **‘Proprietary Trading Flow’** is a subset of a TGHL Trading Member’s business, where trading flow is solely generated from the firm’s own capital with no related client order, including the hedging of client CFD and other derivative positions.
3. Any Trading Member that wishes to include a Nominated Client in the Scheme must provide TGHL with the declaration in the form set out below. A separate declaration must be completed for each Nominated Client.

“Nominated Client” means the legal entity:

- That is an end-user of Turquoise’s trading services, and
- For which a Trading Member has submitted the attached declaration to Turquoise. A Nominated Client may also be a Trading Member.

“Nominated Client Order” means an order which meets all of the following conditions – such order:

- Is solely generated from the firm’s own capital with no related clients orders
- As originated directly from the Nominated Client to whom the attached declaration relates
- Is sent via the Trader Group(s) (FIX)/Comp ID(s) (Native) identified by the Trading Member in the attached declaration, and all orders sent via such Trader Group(s) (FIX)/Comp ID(s) (Native) comprise only of instructions from such Nominated Client
- Must be placed:
 - In one tranche on the same day, at the same time and at the same price (that is, an order for a security may not be placed by way of a series of different orders on different days and/or at different times and/or for different prices)
 - Immediately after receipt of the instruction from such Nominated Client
- Is the direct result of an instruction by such Nominated Client to the Trading Member to either:
 - Buy or sell securities on behalf of such Nominated Client, or
 - To open or close a CFD or other derivative position for such Nominated Client.

“Trader Group(s) (FIX)/Comp ID(s) (Native)” shall have the meaning set out in the **TQ201 – Issue 3.4.4A – Trading Gateway (FIX 5.0)** and **TQ301 – Issue 3.5.6 A – Trading Gateway (Native)** in the Turquoise document library (or more up to date version).

Trading Members may specify either one or a group of Trader Group(s) (FIX)/Comp ID(s) (Native) in the attached declaration, provided that such Trader Group(s) (FIX)/Comp ID(s) (Native) may only comprise orders made by the same Nominated Client.

Once the attached declaration has been submitted, any Nominated Client Orders sent under the specified Trader Group(s) (FIX)/Comp ID(s) (Native) will be used for the purposes of calculating the applicable tariff for those Nominated Client Orders, as set out in the Turquoise Tariff Schedule (until the Trading Member requests that the Trader Group(s) (FIX)/Comp ID(s) (Native) are removed or amended via the email address above or until otherwise notified by Turquoise).

For the Nominated Client to qualify for the Scheme in a calendar month, please refer to PAL declaration form available in the Turquoise document library. Subject to meeting the terms of the Scheme, Trading Members will then receive the applicable incentive as set out in the Turquoise Tariff Schedule for such Nominated Client Orders. It is required that the incentive will be passed on by Trading Members to the Nominated Client.

