



**BZX Information Circular 14-077**  
**BYX Information Circular 14-077**

**EDGA Information Circular 2014-09**  
**EDGX Information Circular 2014-10**

**Date:** August 15, 2014

**To:** Members of BATS Exchange, Inc., BATS Y-Exchange, Inc.,  
EDGA Exchange, Inc. and/or EDGX Exchange, Inc. (collectively, the “Exchange”)

**From:** Member Nominating Committee of the Exchange

**Re:** Notice of Annual Meeting and Nominee for Member Representative Director  
Position of the Exchange’s Board of Directors

Pursuant to the Exchange’s bylaws, certain positions on the Board of Directors of the Exchange (“Board”) may only be held by officers, directors, employees or agents of Exchange Members that do not also maintain an ownership interest, directly or indirectly, in the Exchange. The individuals holding these positions on the Board are known as “Member Representative Directors.”

The Exchange’s annual meeting of stockholders, to be held for the purpose of electing directors, has been scheduled for October 17, 2014. One (1) Member Representative Director will be elected at the meeting. Pursuant to Article III, Section 4(c) of the Exchange bylaws, the Exchange’s Member Nominating Committee has submitted the name of the following individual as the nominee to be elected to the Member Representative Director position.

*Adam Nunes.* Mr. Nunes is focused on new initiatives and business development at Hudson River Trading LLC, a multi-asset class quantitative trading and technology firm based in New York. Prior to joining Hudson River Trading, Mr. Nunes was Vice President, Transaction Services and Head of U.S. Options at The Nasdaq Stock Market, Inc. where he oversaw the acquisition and integration of NASDAQ OMX PHLX and design and implementation of the NASDAQ Options Market. Mr. Nunes was a key contributor in the integration of the Brut, INET and PHLX acquisitions. He was responsible for developing policy initiatives, new products, product enhancements and pricing for NASDAQ’s equity transaction products. Mr. Nunes joined NASDAQ in 2000 as a Research Analyst in the Economic Research Department. Mr. Nunes began his career as a Research Associate at Economists Incorporated, an economic consulting firm based in Washington, DC. Mr. Nunes received his BBA in Finance from the George Washington University. Mr. Nunes is also currently serving as a Member Representative Director on the board of the Exchange.

In accordance with the Exchange bylaws, with this Circular, Members and prospective Members of the Exchange are being notified of this nominee. Members of the Exchange may petition to have other candidates considered for election to the Board.

For a petition to be considered valid under the Exchange bylaws, such petition must be signed by Executive Representatives of 10% or more of the Exchange's Members and must be received by the Exchange by no later than September 10, 2014. In addition, petitions must be accompanied by a questionnaire that provides information regarding the potential candidate – blank questionnaires may be obtained from Membership Services (contact information below). If one or more valid petitions are received, then Exchange Members will be notified of all candidates for Member Representative Director (including petition candidates and the nominees listed above) and will be entitled to vote on such candidates in an election held prior to the annual meeting of the Exchange's shareholders. Finally, petitions may be submitted to nominate individuals to serve on the Member Nominating Committee in the next nominating cycle.

Please provide any completed petitions, along with a completed questionnaire for the candidate, to the Member Nominating Committee, c/o Office of General Counsel, BATS Global Markets, Inc., 8050 Marshall Drive, Lenexa, KS 66214, or via fax at 913.815.7119.

Please contact BATS Exchange, Inc. and BATS Y-Exchange, Inc. Membership Services at 913.815.7002, or EDGA Exchange, Inc. and EDGX Exchange, Inc. Member Services at 201.942.8220 with any inquiries regarding this Information Circular.