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**Information Circular 2011-03**

DATE: March 28, 2011

**TO:** Members of EDGA Exchange, Inc. and EDGX Exchange, Inc. (EDGA and EDGX)

**From:** Member Services

**RE: Notice Regarding Filing of Annual Audited Reports with EDGA Exchange, Inc. and EDGX Exchange, Inc.**

EDGA and EDGX Exchanges (each referred to hereafter as the "Exchange") are issuing this Information Circular to remind Members of their obligation under SEC Rule 17a-5(d) to file annual audit reports with all self-regulatory organizations to which such Members belong.

The Exchange does not impose independent filing requirements on its Members related to the filing of annual audit reports, however, SEC Rule 17a-5(d)(6) states:

The annual audit report shall be filed at the regional office of the Commission for the region in which the broker or dealer has its principal place of business, the Commission's principal office in Washington, DC, and the principal office of the designated examining authority for said broker or dealer. **Copies thereof shall be provided to all self-regulatory organizations of which said broker or dealer is a member.**

Accordingly, Exchange Members are required to provide copies of their annual audit reports to the Exchange. Please note that all copies of annual audit reports that are filed with the Exchange will be considered dually filed with both EDGA Exchange, Inc. and EDGX Exchange, Inc. Such copies can be sent to the Exchanges for processing via email to [memberservices@directedge.com](mailto:memberservices@directedge.com), or certified or first class mail to:

Direct Edge, Inc.  
Attn: Member Services  
545 Washington Blvd., 6<sup>th</sup> Floor  
Jersey City, NJ 07310

Please contact Member Services at (201) 942-8220, [memberservices@directedge.com](mailto:memberservices@directedge.com), with any inquiries regarding this Regulatory Circular.

Kind Regards,

Direct Edge Member Services