

Form BR

Uniform Branch Office Registration Form

GENERAL INSTRUCTIONS

The Uniform Branch Office Registration Form (Form BR) is the form used for branch office registration, notification, *closing* or *withdrawal*. Broker-dealers and investment advisers must use this form to register or notice file their branch offices in the appropriate *jurisdictions* and/or with SROs. These instructions apply to the filing of Form BR electronically with the Central Registration Depository ("CRD[®]"). Filers submitting paper filings should read the Special Instructions For Paper Filers (*Jurisdictions* Only) in conjunction with the other instructions to the form. In addition, paper filers should contact the appropriate *jurisdiction* for specific filing instructions or requirements.

Filers must answer all questions and submit all requested information, unless otherwise directed in the Specific Instructions. The questions in Section 6 (NYSE Branch Information) are required to be completed only by applicants that are seeking registration, or are currently registered, with the New York Stock Exchange (NYSE).

Upon request, you may be required to provide documents to clarify or support responses to the form.

An *applicant* is under a continuing obligation to promptly update Form BR whenever the information becomes inaccurate or incomplete. Amendments must be filed electronically (unless the filer is an approved paper filer) by promptly updating the appropriate section of Form BR. **Note: The SROs and most jurisdictions require that an amendment be filed not later than 30 days after the applicant learns of the facts and circumstances giving rise to the amendment.**

NYSE and some jurisdictions require approval of a branch office before business can be conducted at a branch location.

Contact the appropriate SRO or *jurisdiction*, if you have questions about Form BR.

Electronic Filing Instructions

A complete Form BR is required when the *applicant* is registering or notice filing a branch office with the CRD system for the first time. All questions must be answered and all sections/fields requiring a response must be completed before the filing will be accepted. Section 6 (NYSE Branch Information) is required to be completed only by *applicants* that are seeking registration, or are currently registered, with NYSE. The *applicant* must complete Section 9 (Signature) to certify that Form BR and amendments thereto have been executed properly and that the information contained therein is accurate and complete. To amend information, the *applicant* must update the appropriate Form BR sections. A signed copy, with original signatures, of the initial Form BR filing and amendments thereto must be retained by the *applicant* and be made available for inspection upon a regulatory request.

Special Instructions For Paper Filers (*Jurisdictions* Only)

Some *jurisdictions* may require a separate paper filing of Form BR. The *applicant* should contact the appropriate *jurisdiction(s)* for specific filing requirements. Attach Section 9 (Signature) with original manual signatures to an initial Form BR filing. Type applicable information. Provide the name of the *applicant* and the date on each page. Use only the current version of Form BR, or a reproduction of the form. For an amendment to Form BR, circle the number of any item for which you are changing your response. Complete Section 9 (Signature) for all amendment filings.

The Sections of Form BR are as follows:

1. GENERAL INFORMATION
2. REGISTRATION/NOTICE FILING/TYPE OF OFFICE
3. TYPES OF ACTIVITIES/OTHER BUSINESS NAMES/WEBSITES
4. BRANCH OFFICE ARRANGEMENTS
5. ASSOCIATED INDIVIDUALS
6. NYSE BRANCH INFORMATION
7. BRANCH CLOSING
8. BRANCH WITHDRAWAL (PENDING APPLICATION)
9. SIGNATURE

EXPLANATION OF TERMS

The following definitions apply to terms that are italicized in Form BR.

APPLICANT – The broker-dealer or state registered investment adviser filing or amending this form.

APPROPRIATE SIGNATORY – The individual the *applicant* authorizes to execute the *applicant's* Form BR on the *applicant's* behalf. The *appropriate signatory* must meet the criteria established, if any, by the appropriate *self-regulatory organization* and/or *jurisdiction*.

CLOSING – An *applicant's* request to terminate a branch office registration when an *applicant* intends to cease, or has ceased, operations at a branch office.

INVESTMENT-RELATED - Pertains to securities, commodities, banking, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, issuer, investment company, investment adviser, futures sponsor, bank, or savings association).

JURISDICTION – A state, the District of Columbia, the Commonwealth of Puerto Rico, the U.S. Virgin Islands, or any subdivision or regulatory body thereof.

OFFICE OF SUPERVISORY JURISDICTION (OSJ) – A location as defined by NASD Rule 3010.

PERSON – An individual, partnership, corporation, trust, or other organization.

PERSON-IN-CHARGE – A natural person registered with an SRO who is physically located at the branch office and who has been designated by the *applicant* to supervise the activities of the individuals working at the branch office. The *person-in-charge* is not required to be registered in a principal capacity.

REGULAR BRANCH – For purposes of registering with the New York Stock Exchange (NYSE) as a branch office, a location that has an NYSE-properly approved, exam-qualified manager at that location.

SELF-REGULATORY ORGANIZATION (SRO) – Any national securities or commodities exchange or registered securities association, or registered clearing agency.

SMALL BRANCH – For purposes of registering with the NYSE as a branch office, a location that does not have an NYSE-properly approved, exam-qualified manager at that location.

SUPERVISOR – A natural person registered in a principal capacity with an SRO who is physically located at an OSJ or who, for purposes of registering with the NYSE as a branch office, meets the requirements in NYSE Rule 342.

WITHDRAWAL – An *applicant's* request to withdraw an initial Form BR filing prior to approval of the branch office identified in that filing. *Withdrawal* applies only for *jurisdictions/SROs* that register branches.

SPECIFIC INSTRUCTIONS

Completing the Form BR

1. GENERAL INFORMATION

Applicant CRD Number The *applicant's* CRD Number will be prepopulated based on the information filed by the *applicant* on the Form BD or the Form ADV.

Applicant Name

The *applicant's* name will be prepopulated based on the information filed by the *applicant* on the Form BD or the Form ADV.

Address Street 1/Street 2

The address where the *applicant's* principal place of business is physically located. This information will be prepopulated based on the information filed by the *applicant* on the Form BD or the Form ADV.

City

The name of the city where the *applicant's* principal place of business is physically located. This information will be prepopulated based on the information filed by the *applicant* on the Form BD or the Form ADV.

State

The name of the state where the *applicant's* principal place of business is physically located. This information will be prepopulated based on the information filed by the *applicant* on the Form BD or the Form ADV.

Country

The country where the *applicant's* principal place of business is physically located. This information will be prepopulated based on the information filed by the *applicant* on the Form BD or the Form ADV.

Postal Code

The postal code where the *applicant's* principal place of

business is physically located. This information will be prepopulated based on the information filed by the *applicant* on the Form BD or the Form ADV.

Firm Billing Code

Enter an optional firm branch designation established by the *applicant*. A firm billing code consists of up to eight alpha/numeric characters. If the *applicant* does not use billing codes, leave this field blank.

NYSE Branch Code Number

A mandatory number selected by the *applicant*, unique to each of its locations, to identify an *applicant's* branch office. The NYSE Branch Code Number can be up to fifteen alpha/numeric characters, and may be the same as the Firm Billing Code.

CRD Branch Number

The CRD branch number is assigned by the CRD system to identify an *applicant's* branch office. If your branch office or office of employment does not have a CRD branch number, leave this field blank.

Branch Address Street 1/Street 2

Enter the address where the branch office is physically located.

A complete address must be furnished. Post office boxes are not acceptable. You may enter additional identifying information in Branch Address Street 2, if necessary. Note: If *applicant* files a Form BR amendment to relocate this branch to another state, the amendment filing represents *applicant's* acknowledgement that it is *closing* the branch in the current state. In addition, if *applicant* is relocating this branch to a state that requires branch registration or notice filing, the amendment filing represents *applicant's* acknowledgement that it is requesting branch registration or notice filing in that state.

City

Enter the name of the city where the branch office is physically located.

State

Enter the state where the branch office is physically located.

Country

Enter the name of the country where the branch office is physically located.

Postal Code

Enter the postal code where the branch office is physically located.

Branch Telephone Number

Enter the telephone number of the branch office.

Branch Facsimile Number

Enter the facsimile number of the branch office.

Private Residence Check Box

Check this box if the Branch Address is a private residence.

2. REGISTRATION/NOTICE FILING/TYPE OF OFFICE

Register/Notice File Branch with SRO/Jurisdiction

The CRD system will populate the applicable SRO and/or jurisdiction with which you may be required to register or notice file the branch office based on the *applicant's* current registrations. If *applicant* is not required to register or notice file the branch office with an SRO and/or jurisdiction that has been populated, you may remove that registration request. If you remove the NYSE registration request, you must also select the box to acknowledge there is no registration requirement for this branch under NYSE rules. Note: If *applicant* files a Form BR amendment to relocate this branch to another state, the amendment filing represents *applicant's* acknowledgement that it is *closing* the branch in the current state. In addition, if *applicant* is relocating this branch to a state that requires branch registration or notice filing, the amendment filing represents *applicant's* acknowledgement that it is requesting branch registration or notice filing in that state.

Type of Branch Office

If you are registering or notice filing this branch with a *jurisdiction*, select the type of registration/notification you are seeking: Broker-dealer and/or Investment Adviser.

NASD Office of Supervisory Jurisdiction

Answer "yes" if this branch office is an NASD *Office of Supervisory Jurisdiction (OSJ)*. If this branch office is not an NASD OSJ, indicate the CRD branch number, or firm billing code, for the OSJ that has supervisory responsibility for this branch, and the CRD Number for the supervisor in charge of that OSJ.

NYSE Type of Office

Select the type of office as required by NYSE Rule 342. If *small branch* is selected, indicate the CRD branch number, NYSE branch code number or firm billing code of the location from which the branch is supervised, and the supervisor's CRD number.

Supervisor/Person-in-Charge

Select the *supervisor(s)* or *person(s)-in-charge* who will supervise the activities at the branch office. Enter the name and/or CRD# of all *supervisors/persons-in-charge* of the branch office.

3. TYPES OF ACTIVITIES/OTHER BUSINESS NAMES/WEBSITES**Types of Activities**

Indicate at least one type of financial industry activity conducted by the *applicant* at this office. Indicate whether any associated person conducts, at this branch, *investment-related* activities in addition to the activities indicated by the *applicant* in the above question.

Other Business Names

Enter all other names under which *investment-related* activities will be conducted by associated persons at this branch, other than those names disclosed on *applicant's* Form BD and/or Form ADV.

Website Addresses

Enter all website addresses used by this branch, other than the primary website address used by the *applicant*.

4. BRANCH OFFICE ARRANGEMENTS

Indicate whether the branch office will have an office sharing arrangement by answering the questions and providing any details if necessary in this section.

5. ASSOCIATED INDIVIDUALS

Initial Filings Only: Enter the name and/or CRD# of all registered individuals, other than the *supervisor(s)/person(s)-in-charge* listed in Section 2 (Registration/Notice Filing/Type of Office), who will be associated with the branch office upon the opening of the branch office.

Note: This section will appear and be required to be completed only for initial branch office filings. To associate a registered individual with a branch office after the initial branch office filing, update the office of employment address on that individual's Form U4.

6. NYSE BRANCH INFORMATION**THIS SECTION SHOULD BE COMPLETED ONLY FOR NYSE BRANCH REGISTRATION****Anticipated Date of Opening**

This item will only be completed for initial filings. Enter the month, day, and year the branch office is anticipated to open and provide an explanation if the date is prior to the date of application for registration.

Estimated Cost of Opening and Equipping Office

This item will only be completed for initial filings. Indicate whether or not the estimated cost of opening and equipping this office is over 10% of the *applicant's* most recent excess net capital. The *applicant's* most recent excess net capital should be based on the most recently filed FOCUS report. If "yes", enter the estimated cost of opening and equipping this office.

Estimated Number of Active Accounts

This item will only be completed for initial filings. Enter the estimated number of active accounts.

Branch Office Acquired from Another Broker-dealer or Other Financial Institution

This item will only be completed for initial filings. Indicate whether this branch office was acquired from another broker-dealer or other financial institution. If "yes", enter the name of the organization and date of the transaction.

On-Site Supervisor/Person-In-Charge

Enter the CRD# of the individual who is responsible for the supervision of business at this location.

Options Business

Indicate whether options business will be conducted from this location. If "yes", enter the CRD# of the individual who is responsible for the supervision of options business at this location.

Research and Investment Banking Business

If both research and investment banking activities are selected under Section 3 (Types of Activities/Other Business Names/Websites), indicate whether the *applicant* has information barriers in place.

Location of Books and Records (if maintained elsewhere)

Enter the address of the location where the books and records for this branch office will be maintained, if other than the branch or the main office.

Address Street 1/Street 2 where NYSE Certificate should be sent

Enter the name and address where the certificate for the branch office should be sent, if different from the branch office address. You may enter additional identifying information in Office of Employment Address Street 2, if necessary.

City

Enter the name of the city where the certificate for the branch office should be sent.

State

Enter the state where the certificate for the branch office should be sent.

Country

Enter the country where the certificate for the branch office should be sent.

Postal Code

Enter the postal code where the certificate for the branch office should be sent.

NYSE Bulletin

Indicate whether the branch office should be listed in the NYSE Bulletin.

NYSE Space Sharing

Enter the name of the entity and CRD number, if applicable, with whom the NYSE member or member organization *applicant* intends to share space. Select the type of arrangement, related to the specific entity, under which the *applicant* is seeking approval by checking the applicable box(es). Enter the floor number on which the proposed office sharing arrangement will be located. Comments are required to

be entered in the available comment field when at least one of the available arrangement sections are incomplete. Comments will not be allowed when any of the arrangement sections are complete. If multiple space sharing arrangements are intended by the *applicant*, this section is to be answered for each separate entity with information specific to each arrangement.

7. BRANCH CLOSING

If you are closing a branch office registered with an SRO or jurisdiction, complete the following information.

Select the type of registration you are terminating: Broker-dealer and/or Investment Adviser.

Date operations ceased, or will cease, at the branch office

Enter the month, day, and year the branch closed or intends to close.

Location of Books and Records

Address Street 1/Street 2

Enter the address of the location (or locations, if more than one) of the books and records for the branch office.

City

Enter the name of the city of the location (or locations, if more than one) of the books and records for the branch office.

State

Enter the state of the location (or locations, if more than one) of the books and records for the branch office.

Country

Enter the country of the location (or locations, if more than one) of the books and records for the branch office.

Postal Code

Enter the postal code of the location (or locations, if more than one) of the books and records for the branch office.

Contact Name and Telephone Number

Name

Enter the name of the individual that can be contacted regarding information on the books and records for the branch office.

Daytime Telephone Number

Enter the daytime telephone number of the individual that can be contacted regarding information on the books and records for the branch office.

8. BRANCH WITHDRAWAL

If you are withdrawing a pending application, complete the following information:

Date of Withdrawal

Enter the month, day, and year of *withdrawal*.

Reason for Withdrawal

Enter the reason for *withdrawal*.

Contact Name and Telephone Number

Name

Enter the name of the natural person that can be contacted regarding information on the *withdrawal* of this branch office.

Daytime Telephone Number

Enter the daytime telephone number of the individual that can be contacted regarding information on the *withdrawal* of this branch office.

9. SIGNATURE

Please Read Carefully

All signatures required on this Form BR filing must be made in this section. A "signature" includes a manual signature or an electronically transmitted equivalent. For purposes of an electronic form filing, a signature is affected by typing a name in the designated signature field. By typing a name in this field, the signatory acknowledges and represents that the entry

constitutes in every way, use, or aspect, his or her legally binding signature.

Signature of Appropriate Signatory. Enter the name of the *Appropriate Signatory*. The name must be typed or printed (if paper filing) as it appears in signature form. By typing a name in this field, the signatory acknowledges that this entry constitutes in every way, use, or aspect, his or her legally binding signature.

Name/Title/Telephone Number of Person Filing the Form. Enter the name, title, and telephone number of the person filing the form.

Date. Enter the month, day, and year that the application or amendment is being signed. Future dates may not be entered in this section.