



Z #:	Z0037
Date:	January 14, 2015
To:	All DTCC Super Access Coordinators
From:	Bruce Hin, Client Services Group
Attention:	DTCC Super Access Coordinators (SAC)
Subject:	SAC Obligations in Terms of Access to DTCC Systems

Dear Valued Client,

As we start the new year, we'd like to take this opportunity to review with you all DTCC Super Access coordinators(SAC) responsibilities and obligations concerning access to our systems.

For your reference , we are including the terms that you and your firm have agreed to in relation to use of our systems and applications as outlined on DTCC's Super Access Coordinator form. These terms appear at the end of the document.

If you have any questions about these responsibilities or your firm's access to our systems, please contact your relationship manager.

Thank you for your continuing support of DTCC.

DTCC offers enhanced access to all important notices via a Web-based subscription service. The notification system leverages RSS Newsfeeds, providing significant benefits including real-time updates and customizable delivery. To learn more and to set up your own DTCC RSS alerts, visit http://www.dtcc.com/subscription_form.php.

Non-Confidential

This form reflects our Organization's acknowledgement of its responsibilities, and of the roles and responsibilities of our Organization's Access Coordinators, related to use of DTCC systems and applications.

References to DTCC in this Form refer, as the circumstances dictate, either to: (a) The Depository Trust & Clearing Corporation; and/or (b) the applicable DTCC subsidiary or other DTCC affiliate (including, without limitation, DTC, NSCC, FICC, EMCC, DTCC Solutions, and Omgeo).

Our Organization and its Access Coordinators are responsible for:

- * Authorizing access by workers of our Organization to DTCC systems;
- * Administering (including without limitation establishing, protecting maintaining, and revoking), the credentials (e.g., user IDs, passwords, digital certificates, and SecurIDs) issued to workers of our Organization that may be required by DTCC for authentication purposes;
- * Administering (including without limitation establishing, protecting maintaining, and revoking) the associated entitlements (i.e., function eligibility) in connection with the workers' communications with DTCC relating to use of DTCC products and services;
- * Monitoring and reviewing credentials, entitlements, security breaches, access violations, and inactive accounts to ensure accuracy, and taking any appropriate follow-up action (e.g., notifying DTCC's Corporate Information Security Office and Relationship Management if potential security exposures are identified);
- * Overseeing our Organization's workers' use of DTCC's systems, and ensuring that each worker appropriately protects his/her access privileges (e.g., by safeguarding his/her credentials) and provides up-to-date accurate information to DTCC that can be used to verify his/her identity (e.g., in the event that a password must be reset);
- * Informing all workers of changes, such as modifications to password syntax rules, that affect access or that may impact their ability to access DTCC systems;
- * Immediately modifying or disabling/revoking access privileges where appropriate (e.g., for any worker who leaves our Organization or changes responsibilities), and initiating the deletion and/or deactivation of associated credentials, and promptly notifying DTCC's Corporate Information Security Office and Relationship Management of the same; and
- * Providing DTCC with up-to-date information about themselves (e.g., name, mail & email addresses, telephone number).

Our Organization will have at least two designated Super Access Coordinators at all times. A submitted Form purporting to be signed by an authorized officer of the Organization will be conclusively presumed to have been signed by an authorized officer of Organization. If an Access Coordinator leaves our Organization or changes responsibilities, our Organization will notify DTCC immediately following the standard procedures which can be obtained from the contact person listed below. Our Organization recognizes that access to DTCC systems and applications is further subject to the applicable DTCC rules

and procedures, and DTCC agreements with our Organization, and could be suspended or revoked at any time. In no event shall DTCC be liable for: (1) any loss resulting directly or indirectly from mistakes, errors or omissions, other than those caused directly by DTCC's gross negligence or willful misconduct; and/or (2) any special, consequential, exemplary incidental or punitive damages.

When required by applicable law, our Organization shall procure the consent of any of its representatives from time to time to:

- (i) the processing of personal data by DTCC; and
- (ii) the transfer of personal data out of the European Economic Area (the "EEA")

in each case for purposes in connection with our Organization's use of DTCC's services. We may use the information about representatives in conducting our business with our Organization, including determining individuals authorized to access DTCC's services on behalf of our Organization and to provide instructions on behalf of our Organization, and as contact information. With respect to the transfer of personal data outside of the EEA, the data may be transferred to offices of DTCC or its subsidiaries or to third parties (selected service providers who provide services in connection with DTCC's products or services) located in countries that do not have such protective data protection legislation when compared to European law; by submitting personal data as set forth in this and similar forms related to the services of the Corporation, our Organization agrees to the transfer, storing or processing of personal data outside of the EEA. If the Data Protection Act 1998 (the "Act") applies, our Organization hereby warrants that the transfer of personal data of any of its representatives to DTCC for the purposes of processing personal data as is specified herein is in compliance with the Act. Please refer to DTCC's privacy policy at www.dtcc.com for additional information.

Our Organization must ensure that our information is kept accurate and up-to-date and inform DTCC of any changes to our information.

In addition to the role and responsibilities of an Access Coordinator outlined above, a Super Access Coordinator will also be able to authorize new Access Coordinators and dually authorize new Super Access Coordinators. Our Organization will have at least two designated Super Access Coordinators at all times.

By signing this document, the Organization represents and warrants to DTCC that the signatory to this document is vested with actual authority to sign this document on behalf of the Organization. DTCC may rely on this document, which we are providing to DTCC so that DTCC will afford our Organization the contemplated systems and applications access. If an Access Coordinator or a Super Access Coordinator of our Organization fails to fulfill any of the above responsibilities, DTCC shall not have any liability or other responsibility for any related losses, costs, or causes of action that may arise.