

CLEARING MEMBERSHIP AGREEMENT

This Clearing Membership Agreement ("**Agreement**") is entered into on
between

A. NOS CLEARING ASA ("NOS"), a public limited company incorporated under the laws of Norway, with postal address P.O. Box 246 Sentrum, 0103, Oslo, and Reg. No: N 981 119 487 in the Norwegian Register of Business Enterprises; and

B. ("Company"), established under the laws of with postal address
..... and Reg. No: in the (*name of company register*).....,

(together the "**Parties**").

1. Subject to the terms and conditions of this Agreement and the Rulebook for Clearing with NOS ("Rulebook"), the Clearing Member may Clear in NOS, Contracts in Listed Products and Non-Listed Products.
2. By signing this Agreement the Clearing Member:
 - (a) acknowledges and accepts the terms of the Rulebook; and
 - (b) agrees to be bound by and observe such terms as amended from time to time.

3. The Clearing Member represents and shall represent on a continuing basis for the duration of this Agreement:
- (a) that it fulfils the Clearing Membership Requirements;
 - (b) that all information that it has provided or will provide to NOS with respect to its financial position and qualification to be a Clearing Member or otherwise in accordance with the Rules is true, accurate and correct as at the date of this Agreement or, if later, as at the date of its provision;
 - (c) that this Agreement and the Rulebook constitute legal, valid and binding obligations of the Clearing Member, enforceable against it in accordance with their respective terms;
 - (d) that it has all necessary power and authority to execute this Agreement and perform and comply with its obligations hereunder and that the individual signing this Agreement is duly authorised to do so;
 - (g) that the execution and performance of this Agreement does not violate any law, rule, or regulation, or any agreement, document or other instrument binding on or applicable to it: and
 - (h) it has any all licences, consents, registrations, authorisations or other similar approvals which are required under applicable laws or regulations in order to enable it to participate as a Clearing Member in accordance with the Rules, execute Contracts in Cleared Contracts and perform its obligations to its counterparties (including NOS) pursuant to such Contracts.

4. The Clearing Member has been allocated the following clearing account(s) with NOS:
(Will be supplied by NOS later).
Clearing Account:
Clearing Account:
5. Subject to the Rules, this Agreement may be terminated by either of the Parties upon one month's written notice, such notice to be given in accordance with the Rulebook chapter 9.
6. The provisions of the Rules shall apply to this Agreement as if incorporated in this Agreement.
7. Defined terms in this Agreement shall bear the meaning ascribed to them in the Rules.
8. Save as provided by the Rules, a person who is not a Party may not enforce any of its terms under the Contracts (Rights of Third Parties) Act 1999 and NOS shall be under no obligation to enforce the Rules against any such person.
9. The provisions of the Rules as to governing law, submission to jurisdiction and dispute resolution shall apply as if incorporated in this Agreement.
10. This Agreement may be executed in two counterparts. Such execution shall have the same effect as if the signatures of the counterparts were on a single copy of this Agreement.
11. If at any time any provision of this Agreement becomes illegal, invalid or unenforceable in any aspect under the law of any relevant jurisdiction, neither the legality, validity or enforceability of the remaining provisions of this Agreement, nor the legality, validity or enforceability of such provision under the law of any other jurisdiction shall in any way be affected or impaired thereby.

12. The Clearing Member may not assign or transfer any rights or obligations under this Agreement without the prior written consent of NOS.

Oslo, 200

(place)(date)200

.....

.....Signature

NOS Clearing ASA

.....(Company)

.....

Repeat signature in block letters