

**MEMX LLC**

**Date of filing: September 9, 2019**

**Date as of which information is accurate: September 9, 2019**

**EXHIBIT I**

**For the latest fiscal year of the applicant, audited financial statements which are prepared in accordance with, or in the case of a foreign applicant, reconciled with, United States generally accepted accounting principles, and are covered by a report prepared by an independent public accountant. If an applicant has no consolidated subsidiaries, it shall file audited financial statements under Exhibit I alone and need not file a separate unaudited financial statement for the applicant under Exhibit D.**

MEMX LLC (the “Exchange”) has been formed but has not commenced operations and does not yet have audited financial statements for any fiscal year. If the Commission approves the Exchange’s Form 1 Application for Registration as a National Securities Exchange, MEMX Holdings LLC, as the controlling owner of the membership interests in the Exchange, will allocate sufficient assets to the Exchange to enable its operation. In particular, MEMX Holdings LLC shall make prior to the launch of the Exchange a cash contribution to the Exchange of \$5 million, in addition to any previously-provided in-kind contributions, such as legal, regulatory, and infrastructure-related services. The Exchange represents that such cash and in-kind contributions will be adequate to operate the Exchange, including the regulation of the Exchange.

In addition, the Exchange represents that there will be a written agreement between the Exchange and MEMX Holdings LLC that requires MEMX Holdings LLC to provide adequate funding for the Exchange’s operations, including the regulation of the Exchange. This agreement will provide that the Exchange receive all fees, including regulatory fees and trading fees, payable by the Exchange’s Members, as well as any funds received from any applicable market data fees and tape revenue. The agreement further will provide that MEMX Holdings LLC will reimburse the Exchange for its costs and expenses to the extent the Exchange’s assets are insufficient to meet its costs and expenses. Excess non-regulatory funds, as solely determined by the Exchange, will be remitted to MEMX Holdings LLC in accordance with the Exchange LLC Agreement.

The Exchange will provide pro-forma financial statements to the Commission prior to final Commission action on the Exchange’s Form 1 Application for Registration as a National Securities Exchange. Interim financial statements of MEMX Holdings LLC, which have been provided to the Commission in Exhibit D, include the funds that will be used to provide the cash contribution to the Exchange.