

TSX Inc., Alpha Exchange Inc., and TSX Venture Exchange Inc. Submit Proposed Call Center Enterprise Discount Program for Regulatory Approval

Introduction

Each of TSX Inc. (“**TSX**”), Alpha Exchange Inc. (“**Alpha**”), and TSX Venture Exchange Inc. (“**TSXV**”, and together with TSX and Alpha, the “**Exchanges**”) has submitted the Call Center Enterprise Discount Program (as defined below) with the applicable regulators for approval (the “**Proposed Change**”).

Background and Rationale for the Proposed Change

The Exchanges are proposing to introduce an optional call center enterprise discount program (the “**Call Center Enterprise Discount Program**”) to allow clients (“**Distributors**”) to purchase Data (as defined below) at a discount to provide to their employees for the primary purpose of interacting with customers of the Distributor via telephone, email or chat to provide support, service or sales to such customers with regards to the Data (each such employee, a “**Client Call Center Employee**”). The following types of data are eligible for the Call Center Enterprise Discount Program: TSX Level 1 data, TSXV Level 1 data and Alpha Level 1 data (collectively, the “**Data**”).

The Call Center Enterprise Discount Program will introduce tiered discounts to the professional subscription fees payable by the Distributors for the Data purchased for Client Call Center Employees, based on the number of Client Call Center Employees of the Distributors. The Call Center Enterprise Discount Program will be completely optional to Distributors, and Distributors may enroll at any time. The Call Center Enterprise Discount Program will be offered until the end of 2027 and will provide the following discounts:

Tier	User Bands (Number of Client Call Center Employees)	Proposed Discount to Current Monthly Professional Subscriber Fees for TSX Level 1 and TSXV Level 1 Data⁽¹⁾	Proposed Discount to Current Monthly Professional Subscriber Fee for Alpha Level 1 Data⁽²⁾
Tier 1	100 or less	5%	100%
Tier 2	101-300	15%	100%
Tier 3	301 or more	30%	100%

Notes

- Discount only applies where a Distributor subscribes for both TSX Level 1 data and TSX Venture Level 1 data for Client Call Center Employees. Currently, the fees payable are as follows: (i) TSX Level 1 data professional

subscriber fees are \$34.10 per month; and (ii) TSXV Level 1 data professional subscriber fees are \$26.00 per month.

2. For certainty, Alpha Level 1 data is provided to the Distributor free of charge for Client Call Center Employees. A 100% discount to the current subscriber fees for Alpha Level 1 data will be available under all tiers of the Program. Currently, the fees payable are as follows: (i) Alpha - TSX Listed Level 1 data professional subscriber fees are \$8.40 per month; and (ii) Alpha - TSXV Listed Level 1 data professional subscriber fees are \$1.80 per month.

The discounts provided above will be calculated and credited monthly to the Distributor's client account. The tiers provided under the Program are incremental and the discount in each tier applies exclusively to the corresponding user band, such that a Distributor may fall within multiple tiers. For example, if Distributor A has 400 Client Call Center Employees, the discount applicable to Distributor A under the Program will be calculated as follows:

- The first 100 Client Call Center Employees (employees 1 to 100) will be eligible for the discount provided under Tier 1.
- The next 200 Client Call Center Employees (employees 101 to 300) will be eligible for the discount provided under Tier 2 (and the discount provided under Tier 1 will not apply to this user band).
- The remaining 100 Client Call Center Employees of Distributor A (employees 301 to 400) will be eligible for the discount provided under Tier 3 (and the discount provided under each of Tier 1 and Tier 2 will not apply to this user band).

A 100% discount to the current subscriber fees for Alpha Level 1 Data will be available under all tiers of the Program. The Exchanges would like to encourage firms to widely disseminate TMX real-time data, including Alpha Level 1 data, and believe that the Program will promote greater access to Alpha Level 1 Data.

The Program will be available to any Distributors inside of Canada with at least 12 months of professional subscription billing history. The Exchanges seek a term-based commitment to the Program of one year, which can be automatically renewed for further one year periods. The structure of the Program requires Distributors to commit to a minimum spend commitment (the "**Floor Commitment**") corresponding to 75% of the average number of Client Call Center Employees from the three-month period immediately preceding their enrollment or any renewal. The particular Floor Commitment applicable to a Distributor will be updated annually.

The Floor Commitment will represent the minimum that each Distributor will agree to be billed for on a monthly basis. A distributor who does not meet their Floor Commitment in a given month while enrolled in the Program will still be invoiced that month for the minimum number of Client Call Center Employees required to meet their Floor Commitment. For example, if Distributor A has an average of 100 Client Call Center Employees in the 3 months preceding its enrollment to the Program, its Floor Commitment would correspond to 75 Client Call Center Employees. Should Distributor A have 60 Call Center Employees in a given month once enrolled in the Program (thus falling below their applicable Floor Commitment), Distributor A will nonetheless be subject to the subscriber fees payable for 75 Client Call Center Employees.

The Exchanges believe that a term-based commitment and a Floor Commitment allows the Exchanges to balance a possible revenue decrease in exchange for a level of revenue certainty, and that a 12-month term is a minimal term commitment which allows Distributors to retain flexibility while benefiting from a discount.

The Program was designed with the goal of increasing access to Data and incentivizing Distributors to continue purchasing real-time market data for Client Call Center Employees, thus allowing retail clients interacting with Client Call Center Employees to continue benefiting from real-time market data.

Proposed Implementation Date

It is anticipated that clients can enroll in the Call Center Enterprise Discount Program starting March 1, 2025, subject to regulatory approval.

Expected impact on the market structure, members and, if applicable, on investors, issuers and capital markets

It is anticipated that the Call Center Enterprise Discount Program will have a positive impact on the market structure, members, investors, issuers or the capital markets as it will provide Distributors with an opportunity to reduce their monthly spend with respect to professional subscriber fees paid for the Data.

Expected impact of the Proposed Change on the Exchanges' compliance with applicable securities law and in particular on requirements for fair access and maintenance of fair and orderly markets

The Exchanges believe that the Proposed Change is in compliance with applicable securities law, and in particular with requirements for fair access and maintenance of fair and orderly markets.

Consultations undertaken in formulating the Proposed Change, including the internal governance process

In formulating the Proposed Change, the internal governance process for the Exchanges was followed, which included receipt of the appropriate management-level approval, and all applicable internal groups at the Exchanges were consulted, were supportive of the Proposed Change, and considered them to be reasonable.

Informal client consultations were conducted with respect to approximately half of the Distributors who would be eligible for the Program, who were generally supportive of the Proposed Change.

Alternatives Considered

In formulating the Proposed Change, in addition to the Proposed Change, the Exchanges considered implementing a discount program with a flat-rate tiered discount, where a Distributor falls within a singular tier and all of their Client Call Center Employees would qualify for that tier's pricing. The Proposed Change was chosen to incentivize Distributors to continue purchasing real-time market data for Client Call Center Employees while striking an appropriate balance between a possible revenue decrease in exchange for a level of revenue certainty.

Does the Proposed Change introduce a fee model that currently exists in other markets or jurisdictions

No other marketplace in Canada or internationally provides this type of discount, and the Exchanges are proud to continuously present clients with novel and innovative enterprise discount programs.

Feedback on this proposal can be provided in writing and delivered by February 28, 2025 to:

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