

## EXHIBIT 1

### Form of Adherence Letter

**FAO The Tax Division  
Association for Financial Markets in Europe  
39<sup>th</sup> Floor  
25 Canada Square  
London  
E14 5LQ  
United Kingdom**

13 January 2021

Dear Sirs

#### **AFME Spanish Financial Transactions Tax Protocol – Adherence Letter**

##### **1. ADHERENCE**

The purpose of this letter is to declare our adherence and that of each other party whose name is listed in paragraph 2 below (for whom we act as agent for the purposes of this Adherence Letter) (each a ***Group Adhering Party***), to the AFME Spanish Financial Transactions Tax Protocol (the ***Protocol***).

By executing this letter, on our behalf and on behalf of each Group Adhering Party, we make the representations set out in article 6 of the Protocol and confirm our intention to be bound by the terms of the Protocol as amended from time to time. We represent and warrant that we are authorised to submit this letter on behalf of each Group Adhering Party. This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter.

##### **2. CORPORATE GROUP PARTIES TO WHOM THIS ADHERENCE LETTER APPLIES**

Liquidnet EU Limited  
Liquidnet Europe Limited  
Liquidnet Canada Inc.  
Liquidnet Japan Inc.  
Liquidnet Inc.  
Liquidnet Asia Limited  
Liquidnet Australia Pty Ltd

Our BIC codes:

LIAPAU21	Liquidnet Australia Pty Ltd	Sydney	Australia
LICDCAT1	Liquidnet Canada Inc.	Toronto	Canada
LIQAHKH1	Liquidnet Asia Limited	Hong Kong	Hong Kong
LIQJJP1	Liquidnet Japan Inc.	Tokyo	Japan
LNELGB21	Liquidnet Europe Limited	London	United Kingdom
LIQIE21	Liquidnet EU Limited	Dublin	Ireland
LIQUUS31	Liquidnet Inc.	Washington	USA

Each party listed above shall be a separate Adhering Party.

We hereby confirm that each adhering party listed above deals on its own account and is duly licensed for dealing on own account and/or it executes orders on behalf of clients and is duly licensed for the execution of orders on behalf of clients.

We provide a link to the relevant regulator's register of investment service providers to confirm our accreditation

Liquidnet EU Limited

<http://registers.centralbank.ie/FirmDataPage.aspx?firmReferenceNumber=C181998>

Liquidnet Europe Limited <https://register.fca.org.uk/s/firm?id=001b000000MfJvAAF>

Liquidnet Canada Inc.

[https://www.iroc.ca/Rulebook/Bulletins/2004/B3279\\_en.pdf#search=liquidnet](https://www.iroc.ca/Rulebook/Bulletins/2004/B3279_en.pdf#search=liquidnet)

Liquidnet Japan Inc. <https://www.fsa.go.jp/en/regulated/licensed/fibo.pdf>

Liquidnet Inc. <https://www.sec.gov/cgi-bin/browse-edgar?CIK=1110644>

Liquidnet Asia Limited <https://apps.sfc.hk/publicregWeb/corp/ANY098/details>

Liquidnet Australia Pty Ltd

[https://connectonline.asic.gov.au/RegistrySearch/faces/landing/SearchRegisters.jspx?\\_afLoop=3003402451040482&\\_afWindowMode=0&\\_adf.ctrl-state=qltth61ko\\_4](https://connectonline.asic.gov.au/RegistrySearch/faces/landing/SearchRegisters.jspx?_afLoop=3003402451040482&_afWindowMode=0&_adf.ctrl-state=qltth61ko_4)

### **3. APPOINTMENT AS ADMINISTRATOR AND RELEASE**

We (on our own behalf and as agent for all adhering parties listed above) hereby appoint AFME as administrator for the limited purposes of the Protocol and accordingly we waive, and hereby release AFME from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by AFME.

### **4. CONTACT DETAILS**

Our contact details for the purposes of the Protocol are:

Name: Liquidnet EU Limited

FAO: Declan Harvey

Address: The Exchange, George's Dock, IFSC, Dublin 1, D01 P2V6, Ireland

Telephone: +353 1673 6221

Fax: N/A

E-mail: [emeasettlements@liquidnet.com](mailto:emeasettlements@liquidnet.com)

Our contact details for receipt of invoices for Adherence Fees are:

Organisation: Liquidnet EU Limited

Name: Liquidnet EU Limited

Billing Address: Finance Team, The Exchange, George's Dock, IFSC, Dublin 1, D01 P2V6 Ireland

City: Dublin

Post Code: D01 P2V6

Country: The Republic of Ireland

VAT Number: 3536691BH

Invoice Contact (if different from contact details above):

Name: Liquidnet EU Limited  
FAO: Siona Kennan

Address: Finance, The Exchange, George's Dock, IFSC, Dublin 1, D01 P2V6 Ireland

Telephone: +353 1673 6201

Fax: N/A

E-mail: [FinanceLondon@liquidnet.com](mailto:FinanceLondon@liquidnet.com)

We undertake to notify AFME of any changes to these details at any time throughout our adherence to the Protocol, by either:

- (a) delivering to AFME by (i) certified or registered mail (or airmail, if overseas) or equivalent; (ii) courier; or (iii) personal delivery to AFME's address set out in this Adherence Letter, two copies of such notice: one a manually signed original and the other a conformed copy containing, in place of each signature, the printed or typewritten name of each signatory; and we will also send scanned pdf copies of the manually signed original and conformed copies of the notice of change of details to AFME at [fttprotocol@afme.eu](mailto:fttprotocol@afme.eu); or
- (b) sending to AFME at [fttprotocol@afme.eu](mailto:fttprotocol@afme.eu) an electronically signed original and a conformed copy of such notice.

We agree to the publication by AFME of the conformed copy of any such notice.

Where this letter applies to a Corporate Group Party, we acknowledge that we will be the Primary Group Adhering Party for the purposes of the Protocol.

## **5. AGENT FOR SERVICE OF PROCESS**

We have appointed Liquidnet EU Limited as our agent for service of process and any other documents in proceedings in England. We [each] agree that we will at all times while we remain an Adhering Party to the Protocol maintain an agent for service of process and any other documents in proceedings in England. Any claim form, judgment or other notice of legal process will be sufficiently served on us if delivered to such agent at its address for the time being. We undertake not to revoke the authority of the above agent without giving prior notification to AFME of a replacement agent.

We consent to the publication of the conformed copy of this letter by AFME and to the disclosure by AFME of the contents of this letter.

Yours faithfully

Liquidnet EU Limited

Signed by: Tony Booth  
Name: Tony Booth  
Title: Director