



BOX Options Exchange Form 1

Exhibit D-3 - Unconsolidated Financial Statements of MX US 1, Inc.

Non-Consolidated Balance Sheets and Income Statements of

MX US 1 INC.

Years ended December 31, 2010 and December 31, 2009

(in whole US dollars)

(unaudited)

MX US 1 INC.

Balance Sheets
(in whole US dollars)
(unaudited)

	December 31, 2010	December 31, 2009
Assets		
Current assets:		
Cash and cash equivalents	\$ 4,613	\$ 9,673
Due from MXUS2 Inc.	61,557	-
Dividend receivable from MXUS2 Inc.	2,179,101	-
	2,245,271	9,673
Investment in MXUS2 Inc.	57,874,299	57,874,299
	\$ 60,119,571	\$ 57,883,972
Liabilities and Shareholder's Equity		
Current liabilities:		
Due to TSX Inc.	\$ 11,929	\$ -
Due to Montreal Exchange Inc.	35,147	34,391
	47,076	34,391
Long-term debt	-	52,533,000
Shareholder's equity:		
Share capital	2,508,278	2,508,278
Contributed surplus	126,118,112	73,571,860
Deficit	(68,553,895)	(70,763,557)
	60,072,495	5,316,581
	\$ 60,119,571	\$ 57,883,972

MX US 1 INC.

Statements of Income (Loss)
(in whole US dollars)
(unaudited)

	Year Ended	
	December 31,	
	2010	2009
Expenses:		
General & administration	\$ 9,044	\$ 34,200
Total expenses	9,044	34,200
(Loss) from operations	(9,044)	(34,200)
Loss from investment in affiliates	(4,487)	-
Investment income	2,706,707	4,202,640
Impairment charges	-	(73,157,464)
Interest expense	(2,006,267)	(4,202,640)
Income (loss) before income taxes	686,909	(73,191,664)
Income taxes	-	(838)
Net income (loss)	\$ 686,909	\$ (73,192,502)

MX US 1 INC.

Note to non-consolidated balance sheets and income statements
(unaudited)

1. Basis of presentation

MX US 1 Inc. ("MXUS1") is a wholly owned subsidiary of Bourse de Montréal Inc. which itself is a wholly owned subsidiary of TMX Group Inc, a company listed on the Toronto Stock Exchange.

These financial statements have been prepared by management substantially in accordance with Canadian generally accepted accounting principles ("GAAP") except that they have been prepared on a non consolidated basis and MXUS1's investments in its subsidiaries are accounted for using the cost method less any impairment.

MXUS1 has one subsidiary, MX US 2 Inc, which itself has one subsidiary, Boston Options Exchange Group LLC.