



Martha Redding
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Assistant Secretary

New York Stock Exchange
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New York, NY 10005
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March 2, 2016

VIA E-MAIL

Brent J. Fields
Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549-1090

Re: SR-NYSEArca-2016-21

Dear Mr. Fields:

NYSE Arca, Inc. filed the attached Partial Amendment No. 1 to the above-referenced filing on March 1, 2016.

Sincerely,

A handwritten signature in blue ink, appearing to be "33" or a stylized "JF", located below the "Sincerely," text.

Encl. (Partial Amendment No. 1 to SR-NYSEArca-2016-21)

OMB APPROVAL

OMB Number: 3235-0045
 Estimated average burden
 hours per response.....38

Required fields are shown with yellow backgrounds and asterisks.

Page 1 of * 12

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 Form 19b-4

File No.* SR - 2016 - * 21
 Amendment No. (req. for Amendments *) 1

Filing by NYSE Arca

Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

| | | | | | |
|--------------------------|---|--------------------------|--------------------------------------|--------------------------------------|--------------------------|
| Initial * | Amendment * | Withdrawal | Section 19(b)(2) * | Section 19(b)(3)(A) * | Section 19(b)(3)(B) * |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Pilot | Extension of Time Period for Commission Action * | Date Expires * | Rule | | |
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="text"/> | <input type="checkbox"/> 19b-4(f)(1) | <input type="checkbox"/> 19b-4(f)(4) | |
| | | | <input type="checkbox"/> 19b-4(f)(2) | <input type="checkbox"/> 19b-4(f)(5) | |
| | | | <input type="checkbox"/> 19b-4(f)(3) | <input type="checkbox"/> 19b-4(f)(6) | |

Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010

Section 806(e)(1)



Section 806(e)(2)



Security-Based Swap Submission pursuant
to the Securities Exchange Act of 1934

Section 3C(b)(2)



Exhibit 2 Sent As Paper Document



Exhibit 3 Sent As Paper Document



Description

Provide a brief description of the action (limit 250 characters, required when Initial is checked *).

Proposal to establish procedures for the allocation of cages to its colocated Users including the waiver of certain fees
and to amend the visitor security escort requirements and fee

Contact Information

Provide the name, telephone number, and e-mail address of the person on the staff of the self-regulatory organization
prepared to respond to questions and comments on the action.

First Name * Martha Last Name * Redding
 Title * Associate General Counsel NYSE Group Inc
 E-mail *
 Telephone * Fax

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934,

has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

(Title *)

Date 03/01/2016

By Clare Saperstein

(Name *)

Associate General Counsel

Clare Saperstein,

NOTE: Clicking the button at right will digitally sign and lock
this form. A digital signature is as legally binding as a physical
signature, and once signed, this form cannot be changed.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFT website.

Form 19b-4 Information *

Add Remove View

The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.

Exhibit 1 - Notice of Proposed Rule Change *

Add Remove View

The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 1A- Notice of Proposed Rule Change, Security-Based Swap Submission, or Advance Notice by Clearing Agencies

Add Remove View

The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change, security-based swap submission, or advance notice being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications

Add Remove View

Exhibit Sent As Paper Document

☐

Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.

Exhibit 3 - Form, Report, or Questionnaire

Add Remove View

Exhibit Sent As Paper Document

☐

Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.

Exhibit 4 - Marked Copies

Add Remove View

The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.

Exhibit 5 - Proposed Rule Text

Add Remove View

The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change.

Partial Amendment

Add Remove View

If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

SR-NYSEArca-2016-21, Partial Amendment No. 1

NYSE Arca, Inc. (“NYSE Arca” or the “Exchange”) hereby submits this Partial Amendment No. 1 to the above-referenced filing (“Filing”) in connection with the proposed rule change to establish procedures for the allocation of cages to its co-located Users, including the waiver of certain fees, amend the visitor security escort requirements and fee, and amend the Arca Options Fee Schedule and, through its wholly owned subsidiary NYSE Arca Equities, Inc., the NYSE Arca Equities Schedule of Fees and Charges for Exchange Services to reflect the changes. The Exchange proposes the following amendments to the filing:

1. Amend the first sentence of the third full paragraph on page 12 of the Filing (first sentence of the carry-over paragraph on pages 29 to 30 of the Exhibit 1).

The Exchange proposes to amend the first sentence of the third full paragraph on page 12 of the Filing (first sentence of the carry-over paragraph on pages 29 to 30 of the Exhibit 1) to indicate that the Exchange believes that the proposed rate of \$75 per visit for the Visitor Security Escort is equitable because all Users would be subject to the same fee. To reflect the proposed change, the Exchange proposes to amend the text as follows (new text underlined, deleted text in strike-through):

The Exchange believes that the proposed rate of \$75 per visit for the Visitor Security Escort, as opposed to \$75 per hour, is ~~reasonable~~equitable because all Users would be subject to the same fee.

2. The Exchange proposes to amend the first paragraph of proposed general note 3 on pages 35 and 37 of the Exhibit 5.

The Exchange proposes to amend the first paragraph of proposed general note 3 under “General Notes” on pages 35 and 37 of the Exhibit 5 to clarify that the cross connects may only be used to connect one User’s non-contiguous cabinets. To reflect the proposed change, the Exchange proposes to amend the text as follows (new text double underlined, deleted text in strike-through):

The initial and monthly charge for 2 bundles of 24 cross connects will be waived for a Users that ~~are~~is waitlisted for a cage for the duration of the waitlist period, provided that the cross connects may only be used to connect the User’s~~s~~² non-contiguous cabinets. The charge will no longer be waived once a User is removed from the waitlist.

2. The Exchange proposes to amend the description of the Visitor Security Escort on pages 36 and 38 of the Exhibit 5.

The Exchange proposes to make a non-substantive amendment to the description of the Visitor Security Escort on pages 36 and 38 of the Exhibit 5 to update current rule text which was inadvertently not included. To reflect the proposed change, the Exchange proposes to amend the text as follows (new text double underlined):

| | | |
|-------------------------------|---|------------------------------|
| Visitor Security Escort*** | [NYSE <u>Arca</u> employee escort, which is required during User visits to the data center. (Note: a) <u>All</u> User representatives are required to <u>be accompanied by</u> [have] a visitor security escort during visits to the data center, <u>unless</u> <u>visiting the User's cage.</u> <u>Requirement includ[ing]es</u> User representatives who have a permanent data center site access badge.[)] | \$75 per [hour] <u>visit</u> |
|-------------------------------|---|------------------------------|

A marked copy of the changes to the rule text proposed in this amendment against the version of the rule text that was initially filed is attached as Exhibit 4. The proposed rule text, as amended, is attached as Exhibit 5 and replaces in its entirety the Exhibit 5 that was included with the Filing.

All other representations in the Filing remain as stated therein and no other changes are being made.

Additions underscored
Deletions [bracketed]
New text double underlined
New deletions ~~strike-through~~

NYSE Arca Options Fees and Charges

Effective Date: [February 5]9, 2016

* * * * *

NYSE Arca OPTIONS: FLOOR and EQUIPMENT and CO-LOCATION FEES

* * * * *

CO-LOCATION FEES

* * * * *

General Notes

1. [No change]
2. [No change]
3. The initial and monthly charge for 2 bundles of 24 cross connects will be waived for a Users that are is waitlisted for a cage for the duration of the waitlist period, provided that the cross connects may only be used to connect the User's's' non-contiguous cabinets. The charge will no longer be waived once a User is removed from the waitlist.
 - If a waitlist is created, a User seeking a new cage will be placed on the waitlist based on the date a signed order for the cage is received.
 - A User that turns down a cage because it is not the correct size will remain on the waitlist. A User that requests to be removed or that turns down a cage that is the size that it requested will be removed from the waitlist.
 - A User that is removed from the waitlist but subsequently requests a cage will be added back to the bottom of the waitlist, provided that, if the User was removed from the waitlist because it turned down a cage that is the size that it requested, it will not receive a second waiver of the charge.

* * * * *

| Type of Service | Description | Amount of Charge |
|-----------------|-------------|------------------|
|-----------------|-------------|------------------|

* * * * *

| | | |
|---------------------------------|---|--|
| Data Center Fiber Cross Connect | Furnish and install 1 cross connect | \$500 initial charge plus \$500 monthly charge |
| | Furnish and install bundle of 6 cross connects | \$500 initial charge plus \$1,500 monthly charge |
| | Furnish and install bundle of 12 cross connects | \$500 initial charge plus \$2,500 monthly charge |
| | Furnish and install bundle of 18 cross connects | \$500 initial charge plus \$3,200 monthly charge |
| | Furnish and install bundle of 24 cross connects | \$500 initial charge plus \$3,900 monthly charge <u>See General Note 3.</u> |

* * * * *

| | | |
|----------------------------|--|------------------------------|
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|----------------------------|--|------------------------------|

*** [No change]

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
FOR EXCHANGE SERVICES (INCLUDING FOR SECURITIES TRADED ON
PILLAR)**

[February 19]●, 2016

* * * * *

CO-LOCATION FEES

* * * * *

General Notes

1. [No change]
2. [No change]
3. The initial and monthly charge for 2 bundles of 24 cross connects will be waived for a Users that are is waitlisted for a cage for the duration of the waitlist period, provided that the cross connects may only be used to connect the User's's' non-contiguous cabinets. The charge will no longer be waived once a User is removed from the waitlist. .
 - If a waitlist is created, a User seeking a new cage will be placed on the waitlist based on the date a signed order for the cage is received.
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* * * * *

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|----------------------------|--|------------------------------|

*** [No change]

Additions underscored
Deletions [bracketed]

NYSE Arca Options Fees and Charges

Effective Date: [February 5]9, 2016

* * * * *

NYSE Arca OPTIONS: FLOOR and EQUIPMENT and CO-LOCATION FEES

* * * * *

CO-LOCATION FEES

* * * * *

General Notes

1. [No change]
2. [No change]
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*** [No change]

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
FOR EXCHANGE SERVICES (INCLUDING FOR SECURITIES TRADED ON
PILLAR)**

[February 19]●, 2016

* * * * *

CO-LOCATION FEES

* * * * *

General Notes

1. [No change]
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*** [No change]