

Additions underscored
Deletions [bracketed]

NYSE Listed Company Manual

902.02 General Information on Fees

Total Maximum Fee Payable in a Calendar Year

The total fees that may be billed to an issuer in a calendar year are capped at \$500,000 (the "Total Maximum Fee"). The Total Maximum Fee for an Equity Investment Tracking Stock (as defined in Section 102.07 hereof) in a calendar year is capped at \$200,000 so long as the Equity Investment Tracking Stock is the only class of common equity securities listed by the issuer on the Exchange. The fee cap includes most Listing Fees and Annual Fees, subject to any proration as described above under "Annual Fees". The fee cap, however, does not include the following fees:

- Listing Fees and Annual Fees for Investment Company Units, streetTRACKS® Gold Shares, Currency Trust Shares, and Commodity Trust Shares;
- Listing Fees and Annual Fees for closed-end funds;
- Listing Fees for structured products; and
- Annual Fees for structured products other than retail debt securities (except that, with effect from January 1, 2019, Annual Fees for all structured products will be included in the fee cap).

The term "retail debt securities" refers to debt securities that are listed under the equity criteria set out in Section 703.19 and traded on the equity floor of the Exchange.

Investment Management Entity Group Fee Discount

For purposes of this Section 902.02, an Investment Management Entity is a listed company that manages private investment vehicles not registered under the Investment Company Act. An "Eligible Portfolio Company" of an Investment Management Entity is a company in which the Investment Management Entity has owned at least 20% of the common stock on a continuous basis since prior to that company's initial listing.

The Exchange will apply a fee discount applicable only to an Investment Management Entity and its Eligible Portfolio Companies (the "Investment Management Entity Group Fee Discount"). The Investment Management Entity Group Fee Discount will be subject to a maximum aggregate discount of \$500,000 in any given year (the "Maximum Discount") distributed among the Investment Management Entity and each of its Eligible Portfolio Companies in proportion to their respective eligible fee obligations in such year. In addition to benefiting from the Investment Management Entity Group Fee Discount, the Investment Management Entity and each of the Eligible Portfolio Companies each continue to have its fees capped by the applicable company's individual Total Maximum Fee of \$500,000. The Investment Management Entity Group Fee Discount is as follows:

- a 30% discount on all eligible fees of an Investment Management Entity and each of its Eligible Portfolio Companies in any year in which the Investment Management Entity has two Eligible Portfolio Companies, subject to the Maximum Discount.
- a 50% discount on all eligible fees of an Investment Management Entity and each of its Eligible Portfolio Companies in any year in which the Investment Management Entity has three or more Eligible Portfolio Companies, subject to the Maximum Discount.

In order to qualify for the Investment Management Entity Group Fee Discount in any calendar year, an issuer must submit satisfactory proof to the Exchange no later than December 31 that it has met the ownership requirements specified above for the entire period between January 1 and September 30 of that year.

Effective January 1, 2019, the Investment Management Entity Group Fee Discount will be limited to annual fees. For calendar 2019 and subsequent years, a company will be an Eligible Portfolio Company if it was listed on the Exchange as of the first trading day of such calendar year. In order to qualify for the Investment Management Entity Group Fee Discount in calendar 2019 or any subsequent year, an issuer must submit satisfactory proof to the Exchange no later than the first trading day of such calendar year that it meets the ownership requirements specified above.

902.03 Fees for Listed Equity Securities

Annual Fees

Annual Fee Schedule

The Annual Fee for each class of equity security listed is equal to the greater of the minimum fee or the fee calculated on a per share basis:

Type of Security	Minimum Fee	Fee Per Share
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Primary class of common shares (including Equity Investment Tracking Stock)	[\$59,500 (\$65,000 <u>\$68,000</u> as of January 1, 201[8]9)	[\$0.00105 (\$0.00108 <u>\$0.0011</u> as of January 1, 201[8]9)
Each additional class of common shares (including tracking stock)	\$20,000	[\$0.00105 (\$0.00108 <u>\$0.0011</u> as of January 1, 201[8]9)
Primary class of preferred stock (if no class of common shares is listed)	[\$59,500 (\$65,000 <u>\$68,000</u> as of January 1, 201[8]9)	[\$0.00105 (\$0.00108 <u>\$0.0011</u> as of January 1, 201[8]9)
Each additional class of preferred stock (whether primary class is common or preferred stock)	\$5,000	[\$0.00105 (\$0.00108 <u>\$0.0011</u> as of January 1, 201[8]9)
Each class of warrants	\$5,000	[\$0.00105 (\$0.00108 <u>\$0.0011</u> as of January 1, 201[8]9)

902.05 Fees for Listing Structured Products

Annual Fees**Annual Fee Schedule**

Annual Fees are based on the total number of securities outstanding per listed issue. The Annual Fee is equal to the greater of the minimum fee or the fee calculated on a per share basis.

Per Share Rate	[\$0.00105 (\$0.00108 <u>\$0.0011</u> as of January 1, 201[8]9)
Minimum Fee	[\$20,000 (\$25,000 <u>\$35,000</u> as of January 1, 201[8]9)

902.06 Listing Fees for Short-Term Securities

Annual Fees

Annual Fees are based on the total number of securities outstanding per listed issue. The Annual Fee is equal to the greater of the minimum fee or the fee calculated on a per share basis.

Per Share Rate	[\$0.00105 ([\$0.00108 <u>(\$0.0011</u> as of January 1, 201[8]9)
Minimum Fee (Except Warrants to Purchase Equity Securities)	[\$20,000 ([\$25,000 <u>(\$35,000</u> as of January 1, 201[8]9)
