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Deleted text is in [brackets]

Rules of NYSE Arca, Inc.

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Rule 6.47A. Order Exposure Requirements — OX

With respect to orders routed to OX, Users may not execute as principal orders they represent as agent unless (i) agency orders are first exposed on the Exchange for at least one (1) second or (ii) the User has been bidding or offering on the Exchange for at least one (1) second prior to receiving an agency order that is executable against such bid or offer.

Commentary:

.01 - .04 No change.

.05 The exposure requirement of this Rule applies to the entry of orders with knowledge that there is a pre-existing unexecuted agency, proprietary, or solicited order on the Exchange. OTP Holders and OTP Firms may demonstrate that orders were entered without knowledge by providing evidence that effective information barriers between the persons, business units and/or systems entering the orders onto the Exchange were in existence at the time the orders were entered. Such information barriers must be fully documented and provided to the Exchange upon request.

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