

Additions underscored
 Deletions [bracketed]

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
 FOR EXCHANGE SERVICES**

July 1, 2013

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NYSE ARCA MARKETPLACE: OTHER FEES AND CHARGES

Connectivity Fees

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<p>Port Fee (not applicable to ports used for Risk Management Gateway ("RMG"SM), which are not charged)</p> <p>Ports for order/quote entry:</p> <p>Ports for drop copies:</p>	<p><u>\$200 per port per month for users of 1-5 ports, \$500 per port per month for users of 6 or more ports, except that no fee shall apply to ports in the backup datacenter that are not utilized during the relevant month, and no fee shall apply to ports in the backup datacenter that are utilized when the primary datacenter is unavailable. If a port in the backup datacenter is utilized when the primary datacenter is available, then the fee shall apply.</u></p> <p>\$500 per port per month (only one fee per drop copy port shall apply, even if receiving drop copies from multiple order/quote entry ports and/or from NYSE Arca Options), except that no fee shall apply to ports in the backup datacenter if configured such that it is duplicative of another drop copy port of the same user</p>
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