

NYSE Arca Equities, Inc.

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

[July 1, 2015] August 3, 2015

NYSE ARCA MARKETPLACE: TRADE RELATED FEES AND CREDITS¹

EXCHANGE TRANSACTIONS

ETP HOLDERS AND MARKET MAKERS²

Round Lots and Odd Lots (Per Share Price \$1.00 or Above)

<p>Tier 1: For ETP Holders and Market Makers (1) that provide liquidity an average daily share volume per month of 0.70% or more of the US CADV³ or (2) that (a) provide liquidity an average daily share volume per month of 0.15% or more of the US CADV and (b) are affiliated with an OTP Holder or OTP Firm that provides an ADV⁴ of electronic posted executions (including all account types) in Penny Pilot issues on NYSE Arca Options (excluding mini options) of at least 100,000 contracts, of which at least 25,000 contracts must be for the account of a market maker:</p>	<p align="center">*****</p> <p>Tape A Securities:</p> <p align="center">*****</p> <p>\$0.0014 per share (credit) for PO+ Orders that provide liquidity to the NYSE</p> <p align="center">*****</p>
<p>Tier 2: For ETP Holders and Market Makers that</p>	<p align="center">*****</p>

<p>provide liquidity an average daily share volume per month of 0.30% or more, but less than 0.70% of the US CADV³:</p> <p>*****</p>	<p>\$0.0014 per share (credit) for PO+ Orders that provide liquidity to the NYSE</p> <p>*****</p>
<p>Basic Rates (applicable when tier rates do not apply)</p> <p>*****</p>	<p>*****</p> <p>\$0.0014 per share (credit) for PO+ Orders that provide liquidity to the NYSE</p> <p>*****</p>

* No changes are proposed to the text of footnotes 1, 2, 3 or 4 of the Fee Schedule.
