

Additions underscored
Deletions [bracketed]

NYSE Arca Options Fees and Charges

Effective Date: April [3]5, 2017

NYSE Arca GENERAL OPTIONS and TRADING PERMIT (OTP) FEES

Lead Market Maker Rights²

Average National Daily Customer Contracts	Monthly Issue Fee
0 to 100	\$25 ²
101 to 1,000	\$35 ²
1,001 to 2,000	\$75 ²
2,001 to 5,000	\$200*
5,001 to 15,000	\$750*
15,001 to 100,000	\$1,500*
Over 100,000	\$3,000*

*Discount to Lead Market Maker (“LMM”) Rights Fee: An LMM may earn a discount applied to issues in the [three]four highest activity tiers. The discount is based on the amount of monthly (i) total electronic volume and/or (ii) total posted volume executed in the Market Maker range relative to other Market Makers appointed in that issue.

For each issue, each month, the following will apply:

<u>LMM Ranking</u>	<u>Discount to LMM Rights Fee</u>
1 st in total electronic volume	50%

2 nd in total electronic volume	[25%] <u>40%</u>
3 rd [or lower ranking]in <u>total electronic volume</u>	[N/A] <u>30%</u>
<u>4th or lower ranking in total electronic volume</u>	<u>N/A</u>
1 st in total posted volume	50%
2 nd in total posted volume	[25%] <u>40%</u>
3 rd [or lower ranking]in <u>total posted volume</u>	[N/A] <u>30%</u>
<u>4th or lower ranking in total posted volume</u>	<u>N/A</u>

The discounts are cumulative and the same LMM is eligible to achieve the discount for each monthly volume category. For example, if an LMM was 1st in Total Electronic Volume, and [2nd]3rd in Total Posting Volume, the LMM would achieve an [75%]80% discount in that issue.

NYSE Arca OPTIONS: GENERAL

BILLING DISPUTES

All fee disputes concerning fees billed by the Exchange must be submitted to the Exchange in writing and must be accompanied by supporting documentation. All fee disputes must be submitted no later than sixty (60) days after receipt of a billing invoice.

1. No Change.
2. This fee is in addition to the Market Maker Fee and will be billed on a per issue basis to the OTP Firm acting as LMM in the issue. This fee will not apply to Interim LMMs acting in accordance with Rule 6.82(b)(4). This fee will not apply to issues that have been designated as “closing only” and are subject to delisting by the

Exchange. An LMM with daily contract volume traded electronically of at least 50,000 contracts, of which 10,000 such contracts are in its LMM appointment, will be charged 50% of the monthly Lead Market Maker Rights Fee. Whether an LMM will be charged 50% of the Lead Market Maker Rights Fee will be determined based on an average of the daily contract volume traded electronically by an LMM each trading day in a calendar month.

Fees for issues with Average National Daily Customer Contracts of 0 – 100 will be capped at 50 issues per OTP Firm and any additional issues in this volume range will not be charged.

Fees for issues with Average National Daily Customer Contracts of 101 – 1000 will be capped at [100]50 issues per OTP Firm and any additional issues in this volume range will not be charged.

Fees for issues with Average National Daily Customer Contracts of 1001 – 2000 will be capped at 50 issues per OTP Firm and any additional issues in this volume range will not be charged.

3. – 15. No Change.