

Additions underlined.
 Deletions [bracketed].

NYSE MKT LLC Equities Proprietary Market Data Fees

As of [January 1]May 1, 2015, unless otherwise noted

NYSE MKT OpenBook

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Managed Non-Display Services Fee:	\$750/month
<u>Non-Display Declaration Late Fee:</u>	<u>\$1,000/month²</u>

NYSE MKT BBO

Access Fee (except for Managed Non-Display Services):	\$750/month ^{[2]3}
Access Fee for Managed Non-Display Services Only:	\$375/month ^{[2]3}

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Enterprise Fee:	\$20,000/month ^{[3]4}
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NYSE MKT Trades

Access Fee (except for Managed Non-Display Services):	\$750/month ^{[2]3}
Access Fee for Managed Non-Display Services Only:	\$375/month ^{[2]3}

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Enterprise Fee:	\$20,000/month ^{[3]4}
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¹ [no change]

² A data recipient that is paying the Access Fee and that fails to timely complete and submit a Non-Display Use Declaration must pay the Non-Display Declaration Late Fee. With respect to the Non-Display Use Declaration that was due by September 1, 2014, the Non-Display Declaration Late Fee applies to data recipients that have not completed and submitted the Non-Display Use Declaration by June 30, 2015, and applies beginning July 1, 2015 and for each month thereafter until the data recipient has completed and submitted the Non-Display Use Declaration. With respect to the annual Non-Display Use Declaration due by January 31st of each year beginning in 2016, the Non-Display Declaration Late Fee will apply to data recipients that fail to complete and submit the annual Non-Display Use Declaration by the January 31st due date, and applies beginning February 1st and for each month thereafter until the data recipient has completed and submitted the annual Non-Display Use Declaration.

^{[2]3} [no change].

^{[3]4} [no change]