EDGX Exchange[, Inc.] Fee Schedule

Effective [April 1]May 8, 2015

* * * * *

Standard Rates:

Category	Adding Liquidity	Removing Liquidity	Routing and Removing Liquidity
Securities at or above $1.00	$(0.0020)[1,4]	$0.00[30]29[1,4]	$0.0029
Securities below $1.00	$(0.00003)	0.30% of Dollar Value	0.30% of Dollar Value
Standard Fee Codes	B, V, Y, 3, 4	N, W, 6, BB, [PI,]ZR	X

Fee Codes and Associated Fees:

Fee Code	Description	Fee/(Rebate) Securities at or above $1.00	Fee/(Rebate) Securities below $1.00
10 – 4[1,2]	(No change).		
5[7]	Internalization, pre and post market, per side	0.000[50]45	0.15% of Dollar Value
6[1]	Removes liquidity from EDGX, pre and post market (All Tapes)	0.00[300]290	0.30% of Dollar Value
7[1]	Routed, pre and post market	0.00300	0.30% of Dollar Value
8 – B[1,2]	(No change).		
BB[1]	Removes liquidity from EDGX (Tape B)	0.00[300]290	0.30% of Dollar Value
BY	Routed to BATS BYX Exchange using Destination Specific ("DIRC"), ROUC or ROUE routing strategy	(0.00[160]150)	0.10% of Dollar Value
C – D	(No change).		
EA[7]	Internalization, adds liquidity	0.000[50]45	0.15% of Dollar Value
ER[7]	Internalization, removes liquidity	0.000[50]45	0.15% of Dollar Value
F – MT[13]	(No change).		
N[1]	Removes liquidity from EDGX (Tape C)	0.00[300]290	0.30% of Dollar Value

O[5] – RR	(No change).		
RT[1]	Routed using ROUT routing strategy	0.00300	0.30% of Dollar Value
RX – V[1]	(No change).		
W[1]	Removes liquidity from EDGX (Tape A)	0.00[300]290	0.30% of Dollar Value
X – Z	(No change).		
ZA[1, 4]	Retail Order, adds liquidity	(0.00320)	(0.00003)
ZR[4]	Retail Order, removes liquidity	0.00[300]290	0.30% of Dollar Value

* * * * *

Footnotes:

[1]**Add Volume Tiers:**

The rebates to add provided by the below add volume tiers are applicable to the following fee codes: B, V, Y, 3, 4 and ZA.

[The reduced fees to remove provided by the below add volume tiers are applicable to the following fee codes: N, W, 6, BB, PI and ZR.]

Tier	Rebate per share to Add	[Fee per share to Remove and/or Route]	Required Criteria
Mega Tier 1	($0.0035)	[$0.0029 for removing and/or routing yielding fee codes 7 and RT]	(1) Member adds or routes a combined ADV of at least 4,000,000 shares prior to 9:30 AM or after 4:00 PM; (2) Member adds an ADV of at least 35,000,000 shares, including during both market hours and pre and post-trading hours; and (3) Member has an "added liquidity" as a percentage of "added plus removed liquidity" of at least 85%.
Mega Tier 2	($0.0032)	[$0.0029 for removing]	(1) Member adds or routes a combined ADV of at least 4,000,000 shares prior to 9:30 AM or after 4:00 PM; and (2) Member adds an ADV of at least

			0.20% of the TCV, including during both market hours and pre and post-trading hours.
Mega Tier 3	($0.0032)	[$0.00295 for removing]	(1) Member adds or routes a combined ADV of at least 1,500,000 shares prior to 9:30 AM or after 4:00 PM; and (2) Member adds an ADV of at least 0.75% of the TCV, including during both market hours and pre and post-trading hours.
Market Depth Tier 1 – Investor Tier	(No change).		

* * * * *

BATS **Connect[Edge]:**

* * * * *