

Proposed new language is underlined. Proposed deletions are in [brackets].

Bats EDGX Exchange Fee Schedule

Effective [May 2]June 1, 2016

* * * * *

Market Data Fees:

* * * * *

EDGX Depth:

Delivery	Fee
Internal Distributor	(No change).
External Distributor	(No change).
Non-Display Usage by Trading Platforms*	(No change).

External Distributors of EDGX Depth may also receive, upon request and at no additional External Distribution Fee, access to EDGX Top (as described in Rule 13.8(c)) or EDGX Last Sale (as described in Rule 13.8(d)) for External Distribution.

* * * * *

EDGX Top:

Internal Distribution

(No change).

External Distribution

Distribution Fee	\$(<u>1,250</u>) <u>1,500</u> /month*
Professional User Fee**	\$(<u>2</u>) <u>4</u> .00/month
Non-Professional User Fee**	\$0. <u>10</u> [<u>5</u>]/month
Enterprise Fee***	(No change).

Digital Media Enterprise Fee****	(No change).
---	--------------

Subscribers to [the] EDGX Top may also receive, upon request and at no additional charge, access to [the] EDGX Last Sale (as described in Rule 13.8(d)).

* New External Distributor Credit. New External Distributors of EDGX Top will not be charged an External Distributor Fee for their first one (1)[three (3)] month[s].

* * * * *

EDGX Last Sale:

Internal Distribution

(No change).

External Distribution

Distribution Fee	[\$1,250] <u>1,500</u> /month*
Professional User Fee**	[\$2] <u>4.00</u> /month
Non-Professional User Fee**	\$0. <u>10</u> [5]/month
Enterprise Fee***	(No change).
Digital Media Enterprise Fee****	(No change).

Subscribers to [the] EDGX Last Sale may also receive, upon request and at no additional charge, access to [the] EDGX Top (as described in Rule 13.8(c)).

* New External Distributor Credit. New External Distributors of EDGX Last Sale will not be charged an External Distributor Fee for their first one (1)[three (3)] month[s].

* * * * *

Bats One Feedsm:

* * * * *

* New External Distributor Credit. New External Distributors of the Bats One Summary Feed will not be charged an External Distributor Fee for their first one (1) [three (3)] month[s] in order to allow them to enlist new Users to receive the Bats One Summary Feed.

* * * * *