

Note: Proposed new language is underlined. Proposed deletions are enclosed in brackets.

BATS BYX Exchange Fee Schedule
Effective [October 24]December 1, 2014

The following is the Schedule of Fees (pursuant to Rule 15.1(a) and (c)) for BATS Y-Exchange, Inc. (“BYX Exchange” or “BYX”). All references to “per share” mean “per share executed.”

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Fees to Add Other Non-Displayed Liquidity³

\$0.0024 charge per share

\$0.0030 charge per share for non-displayed orders that receive price improvement when executed

Opening and Re-Opening Process

No fee or rebate for executions in the Opening or Re-Opening Process

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Other Non-Standard Routing Options – Specific Routing Strategies and Securities Priced Below \$1.00

- Remove liquidity at a DRT venue other than through the SLIM routing strategy: \$0.0020 charge per share
- Remove liquidity at EDGA through Destination Specific routing: \$0.0002 rebate per share
- Remove liquidity through ROLF or Destination Specific routing at any other non-DRT venue: \$0.0030 charge per share
- Remove liquidity through Post to Away routing: \$0.0029 charge per share
- Remove liquidity through RDOT, RDOX or Post to Away when re-routed by NYSE: \$0.0030 charge per share
- ICMT, IOCM and RMPT routed executions: \$0.0012 charge per share
- Directed ISO's: \$0.0033 charge per share
- Routed and executed in listing market's opening or re-opening cross: \$0.0015 per share
- Routed and executed in listing market's closing process: \$0.0010 per share
- Remove liquidity in securities priced below \$1.00 for Parallel D, Parallel 2D, ROUT, ROUX, Post to Away, ICMT, IOCM and RMPT routed executions: 0.29% charge of the total dollar value
- Remove liquidity in securities priced below \$1.00 for Parallel T and SWPA/B routed executions: 0.33% charge of the total dollar value
- Add liquidity in securities priced below \$1.00 for RDOT, RDOX, INET, and Post to Away routed executions: no charge or rebate

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