

Text of Proposed Rule Change

New text is underscored; deleted text is in brackets

NYSE AMEX OPTIONS FEE SCHEDULE*

*NYSE Amex Options is the options trading facility of NYSE Amex, LLC

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MARKETING CHARGE ¹²	\$0.65 per contract side on transactions in non Penny Pilot issues where market makers trade against electronic customer orders.	
	\$0.25 per contract side on transactions in Penny Pilot issues where market makers trade against electronic customer orders.	
ROYALTY FEES ^{[12]13}	MNX, NDX	\$0.22
	Russell 2000 Index (RUT)	\$0.15
	All other premium products, ETFs	\$0.00
RATIO THRESHOLD FEE ^{[13]14}	<u>Monthly Order to Execution Ratio</u>	<u>Monthly Charge</u>
	Between 10,000 and 14,999 to 1	\$5,000
	Between 15,000 and 19,999 to 1	\$10,000
	Between 20,000 and 24,999 to 1	\$20,000
	25,000 to 1 and greater	\$35,000

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¹² The pool of monies resulting from the collection of marketing charges on electronic Non-Directed order flow will be controlled by the Specialist or the e-Specialist with superior volume performance over the previous quarter for distribution by the Exchange at the direction of such Specialist or e-Specialist to eligible payment accepting firms. In making this determination the Exchange will, on a class by class basis, evaluate Specialist and e-Specialist performance based on the number of electronic contracts executed at NYSE Amex per class. The Specialist/e-Specialist with the best volume performance will control the pool of marketing charges collected on electronic Non-Directed order flow for these issues for the following quarter.

^{[12]13} Assessed on a per contract basis for firm, broker/dealer, and Market Maker transactions. Customer volumes will not be subject to any royalty fees, license fees or premium product fees of any type. Please refer to "Limit of Fees on Options Strategy Executions" section of this schedule for information regarding Royalty Fees associated with Options Strategy Executions.

^{[13]14} The Ratio Threshold Fee is calculated on a monthly basis. Orders that improve the Exchange's prevailing best bid-offer (BBO) market at the time the orders are received will not be included in the order to execution ratio. ATP Holders will not be charged the Ratio Threshold Fee if they incur charges on a monthly basis pursuant to the Cancellation Fee.