

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
FOR EXCHANGE SERVICES**

[March 24] April 20, 2017

NYSE ARCA MARKETPLACE: TRADE RELATED FEES AND CREDITS¹

EXCHANGE TRANSACTIONS

ETP HOLDERS AND MARKET MAKERS²

Round Lots and Odd Lots (Per Share Price \$1.00 or Above)

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<p>Tier 3: For ETP Holders and Market Makers that provide liquidity an average daily share volume per month of 0.20% or more, but less than 0.30% of the US CADV³:</p>	<p>Tape A, Tape B and Tape C Securities:</p> <p>\$0.0030 per share (fee) for orders routed outside the Book to any away market center that remove liquidity, including PO and PO+ Orders</p> <p><u>\$0.0010 per share (fee) for Market, Market-On-Close, Limit-On-Close, and Auction-Only Orders executed in a Closing Auction</u></p> <p>Tape A and Tape C Securities:</p> <p>\$0.0025 per share (credit) for orders that provide liquidity to the Book</p> <p>\$0.0030 per share (fee) for orders that take liquidity from the Book</p> <p>No fee or credit for Limit Non-Displayed Orders that provide liquidity to the Book</p> <p>\$0.0030 per share (fee) for Limit Non-Displayed Orders that take liquidity from the Book</p> <p style="text-align: center;">* * * * *</p>

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<p>Retail Order Tier: For ETP Holders, including Market Makers, that execute an ADV⁴ of Retail Orders that provide liquidity during the month that is 0.15% or more of the US CADV³:</p>	<p>Tape A, Tape B, and Tape C Securities: \$0.0033 per share (credit) for Retail Orders that provide liquidity to the Book. For all other fees and credits, Tiered or Basic Rates apply based on a firm’s qualifying levels.</p>
<p><u>Large Order Tier:</u> <u>For ETP Holders,</u> <u>including Market</u> <u>Makers, that execute an</u> <u>ADV⁴ of 1,250,000</u> <u>shares or greater of</u> <u>Market Orders, Market-</u> <u>On-Close Orders, Limit-</u> <u>On-Close Orders, and</u> <u>Auction-Only Orders</u> <u>executed in the Closing</u> <u>Auction from orders of</u> <u>650,000 shares and</u> <u>greater (“Large Closing</u> <u>Orders”)</u> and have a <u>ratio of Large Closing</u> <u>Order shares to total</u> <u>shares executed during</u> <u>the month of at least</u> <u>35%:</u></p>	<p><u>\$0.0010 per share (fee) for Large Closing Orders.</u> <u>For all other fees and credits, Tiered or Basic Rates</u> <u>apply based on a firm’s qualifying levels.</u></p>
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