

**NYSE Arca Equities, Inc.**

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

[May 10] June 1, 2017

**NYSE ARCA MARKETPLACE: TRADE RELATED FEES AND CREDITS<sup>1</sup>**

EXCHANGE TRANSACTIONS

ETP HOLDERS AND MARKET MAKERS<sup>2</sup>

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

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<p>Cross-Asset Tier 2: For ETP Holders and Market Makers that [either (1)] provide liquidity an average daily volume share per month of 0.30% or more of the US CADV<sup>3</sup> and are affiliated with an OTP Holder or OTP Firm that provides an ADV<sup>4</sup> of electronic posted executions for the account of a market maker in <u>all</u> [Penny Pilot] issues on NYSE Arca Options (excluding mini options) of at least 0.[75]55% of total Customer equity and ETF option ADV as reported by OCC[, or (2) provide liquidity an average daily volume share per month of 0.40% or more of the US CADV<sup>3</sup> and are affiliated with an OTP</p>	<p>Tape A Securities: \$0.0031 per share (credit) for orders that provide liquidity to the Book.</p> <p>Tape B Securities: \$0.0030 per share (credit) for orders that provide liquidity to the Book. \$0.0029 per share (fee) for orders that take liquidity from the Book.</p> <p>Tape C Securities: \$0.0032 per share (credit) for orders that provide liquidity to the Book. \$0.0030 per share (fee) for orders that take liquidity from the Book.</p> <p>For all other fees and credits, Tiered or Basic Rates apply based on a firm's qualifying levels.</p>
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<p>Holder or OTP Firm that provides an ADV<sup>4</sup> of electronic posted executions for the account of a market maker in Penny Pilot issues on NYSE Arca Options (excluding mini options) of at least 0.65% of total Customer equity and ETF option ADV as reported by OCC]:</p>	
<p>Cross-Asset Tier 3: For ETP Holders and Market Makers that (a) provide liquidity of 0.30% or more of the US CADV<sup>3</sup> per month, and (b) are affiliated with an OTP Holder or OTP Firm that provides an ADV<sup>4</sup> of electronic posted Customer and Professional Customer executions in all issues on NYSE Arca Options (excluding mini options) of at least 0.80% of total Customer equity and ETF option ADV as reported by OCC, of which at least 0.20% of total Customer equity and ETF option ADV as reported by OCC is from Customer and Professional Customer executions in non-Penny Pilot issues on NYSE Arca Options:</p>	<p>Tape A, Tape B, and Tape C Securities:</p> <p>\$0.0030 per share (credit) for orders that provide liquidity to the Book</p> <p><u>ETP Holders and Market Makers that meet the requirements of Cross-Asset Tier 3 and execute providing volume in Tape C Securities during the billing month equal to at least 0.35% of Tape C CADV for the billing month will receive an incremental credit of \$0.0004 per share for orders that provide liquidity to the Book in Tape C Securities. ETP Holders and Market Makers that qualify for this incremental Tape C credit shall not qualify for any fees and credits under Tape C Tier 1, Tape C Tier 2, and Tape C Tier 3.</u></p> <p>For all other fees and credits, Tiered or Basic Rates apply based on a firm's qualifying levels.</p>