

**NYSE Arca Equities
FEES AND CHARGES**

Effective Date: [February 1] March 1, 2019

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)

<p>Step Up Tier 3: For ETP Holders and Market Makers that directly execute providing average daily volume (ADV) per month of 0.15% or more, but less than 0.20% of the US CADV and directly execute providing ADV that is an increase of no less than 0.075% of US CADV for that month over the ETP Holder's or Market Maker's providing ADV in May 2018:</p>	<p>Tape A and C Securities: \$0.0025 per share (credit) for orders that provide displayed liquidity to the Book.</p> <p>Tape B Securities: \$0.0022 per share (credit) for orders that provide displayed liquidity to the Book.</p> <p>For all other fees and credits, Tiered or Basic Rates apply based on a firm's qualifying levels.</p>
<p><u>Step Up Tier 4:</u> <u>For ETP Holders and Market Makers that directly execute providing average daily volume (ADV) per month that is an increase of no less than 0.70% of US CADV for that month over the ETP Holder's or Market Maker's providing ADV in</u></p>	<p><u>Tape A Securities:</u> <u>\$0.0031 per share (credit) for orders that provide displayed liquidity to the Book.</u></p> <p><u>Tape B Securities:</u> <u>\$0.0032 per share (credit) for orders that provide displayed liquidity to the Book.</u></p> <p><u>Tape C Securities:</u></p>

<u>January 2019, taken as a percentage</u> <u>Of US CADV:</u>	<u>\$0.0032 per share (credit) for orders that provide displayed liquidity to the Book.</u> <u>ETP Holders and Market Makers that qualify for Step Up Tier 4 shall not receive any additional incremental Tape C Tier credits for providing displayed liquidity.</u> <u>For all other fees and credits, Tiered or Basic Rates apply based on a firm's qualifying levels.</u>
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