

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

BATS BZX Exchange Fee Schedule  
Effective [November 1, 2012] January 7, 2013

The following is the Schedule of Fees (pursuant to Rule 15.1(a) and (c)) for BATS Exchange, Inc. (“BZX Exchange” or “BZX”). The Schedule of Fees is divided into Equities Pricing, Options Pricing and Physical Connection Charges.

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**Options Pricing:**

**Standard Best Execution Routing or Destination Specific Routing (“BATS Options+”)**

Charge per contract for contracts executed using “CYCLE”, “RECYCLE”, “Parallel D”, “Parallel 2D”, or BATS Options+ routing:

	Customer	Professional/ Firm/Market Maker
AMEX BOX CBOE <u>MIAX</u> BX Options (Penny Pilot Securities) ISE (Classic issues) <sup>6</sup> PHLX (Classic issues) <sup>6</sup> <u>PHLX (Make/Take issues)<sup>6</sup></u>	\$0.11	\$0.57
ISE (Make/Take issues) <sup>6</sup>	\$0.30	\$0.57
C2 ARCA (Penny Pilot Securities) [PHLX (Make/Take issues) <sup>6</sup> ] NOM (Penny Pilot Securities)	\$0.52	\$0.57
<u>BX Options (Non-Penny Pilot Securities)</u>	<u>\$0.00</u>	<u>\$0.95</u>
NOM (Non-Penny Pilot Securities) ARCA (Non-Penny Pilot Securities)	\$0.90	\$0.95

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