

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

BATS BYX Exchange Fee Schedule
Effective [February 2]March 17, 2015

Fee Codes and Associated Fees:

| Fee Code | Description | Fee/(Rebate) |
|-----------------|---|---------------------------------------|
| 10 - 9 | (No changes.) | |
| A ¹⁰ | Routed to NASDAQ, adds liquidity | ([0.0015] <u>0.0004</u>) |
| B - RB | (No changes.) | |
| <u>RN</u> | Routed to NASDAQ using ROOC routing strategy, adds <u>liquidity</u> | <u>(0.0015)</u> |
| RP - ZR | (No changes.) | |

General Notes:

- Variable rates provided by tiers apply only to executions in securities priced at or above \$1.00.
- Fee codes applicable to orders routed to NYSE Arca will be applied to orders routed to the NYSE or NYSE MKT where, pursuant to NYSE and NYSE MKT Rule 49, the NYSE or NYSE MKT have designated NYSE Arca as their backup facility to receive and process bids and offers and to execute orders on behalf of the NYSE or NYSE MKT.
