

Changes are indicated by underlining additions and [bracketing] deletions.

**Chicago Board Options Exchange, Incorporated**

*Fees Schedule - January 3, 2017*

\*\*\*\*\*

Order Router Subsidy Program (29)			
Description	Origin Code	Subsidy Per Contract	Notes
ORS Program	C	\$0.0[2]0	CBOE may enter into subsidy arrangements with Trading Permit Holders ("TPHs") or broker-dealers that are not CBOE Trading Permit Holders ("Non-CBOE TPHs") that provide certain routing functionalities to other CBOE TPHs, Non-CBOE TPHs and/or use such functionalities themselves. Participating TPHs or participating Non-CBOE TPHs will receive a payment from CBOE for every executed contract (excluding those executed in AIM) for orders routed to CBOE through that participating CBOE TPH or Non-CBOE TPH's system to subsidize their costs associated with providing order routing functionalities.
	F J L M B N W	\$0.0[6]Z	
Complex Order Router Subsidy Program (30)			
Description	Origin Code	Subsidy Per Contract	Notes
CORS Program	C	\$0.0[2]0	CBOE may enter into subsidy arrangements with Trading Permit Holders ("TPHs") or broker-dealers that are not CBOE Trading Permit Holders ("Non-CBOE TPHs") that provide certain complex order routing functionalities to other CBOE TPHs, Non-CBOE TPHs and/or use such functionalities themselves. Participating TPHs or participating Non-CBOE TPHs will receive a payment from CBOE for every executed contract (excluding those executed in AIM) for complex orders routed to CBOE through that participating CBOE TPH or Non-CBOE TPH's system to subsidize their costs associated with providing order routing functionalities.
	F J L M B N W	\$0.0[6]Z	

\*\*\*\*\*

Footnotes (Continued):	
Footnote Number	Description

\*\*\*\*\*

29	<p>Any CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer would be permitted to avail itself of this arrangement, provided that its order routing functionality incorporates certain features and satisfies CBOE that it appears to be robust and reliable. To qualify for the subsidy arrangement, a CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer's order routing functionality has to: (i) enable the electronic routing of orders to all of the U.S. options exchanges, including CBOE; (ii) provide current consolidated market data from the U.S. options exchanges; and (iii) be capable of interfacing with CBOE's API to access current CBOE trade engine functionality. The routing system also needs to cause CBOE to be the default destination exchange for individually executed marketable <u>non-customer</u> orders if CBOE is at the national best bid or offer ("NBBO"), regardless of size or time, but allow any user to manually override CBOE as the default destination on an order-by-order basis. The order routing functionality is required to incorporate a function allowing orders at a specified price to be sent to multiple exchanges with a single click (a "sweep function") and the sweep function would need to be configured to cause an order to be sent to CBOE for up to the full size quoted by CBOE if CBOE is at the NBBO. Participating CBOE Trading Permit Holders and Non-CBOE Trading Permit Holders are solely responsible for implementing and operating its system. CBOE does not make payments under the program with respect to executed contracts in options classes included in Underlying Symbols List A (34), DJX, MXEA, MXEF, XSP or XSPAM or with respect to complex orders or spread orders. The CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer has to agree that they are not entitled to receive any other revenue for the use of its system, specifically with respect to orders routed to CBOE. Participating CBOE Trading Permit Holders and Non-CBOE Trading Permit Holders are not precluded, however, from receiving payment for order flow if they choose to do so. Nothing about the subsidy arrangement relieves any CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer that is using an order routing functionality whose provider is participating in the ORS Program from complying with its best execution obligations. Specifically, just as with any customer order and any other routing functionality, both a CBOE Trading Permit Holder and a non-CBOE Trading Permit Holder broker-dealer have an obligation to consider the availability of price improvement at various markets and whether routing a customer order through a functionality that incorporates the features described above would allow for access to such opportunities if readily available. Any user, whether or not a CBOE Trading Permit Holder, needs to conduct best execution evaluations on a regular basis, at a minimum quarterly, that include its use of any router incorporating the features described above. For billing purposes, mini-options fees will be rounded to the nearest \$0.01 using standard rounding rules.</p>
30	<p>Any CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer is permitted to avail itself of this arrangement, provided that its complex order routing functionality incorporates certain features and satisfies CBOE that it appears to be robust and reliable. To qualify for the subsidy arrangement, a CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer's order routing functionality has to: (i) be capable of interfacing with CBOE's API to access current CBOE trade engine functionality; (ii) cause CBOE to be the default destination exchange for <u>non-customer</u> complex orders, but allow any user to manually override CBOE as the default destination on an order-by-order basis; and (iii) provide current consolidated market data for complex orders from the U.S. options exchanges that offer complex order execution systems. In the event that a U.S. options exchange begins offering complex order execution systems after May 6, 2013, each participating CBOE Trading Permit Holder and Participating Non-CBOE Trading Permit Holder broker-dealer shall have forty-five (45) days from the date that system is first offered to include that exchange's market data for complex orders into the consolidated market data for complex orders provided by its order routing functionality. For purposes of the CORS Program, a "complex order" shall have the definition set forth in the first sentence of CBOE Rule 6.53C(a)(1). Each Participating CBOE Trading Permit Holder and Non-CBOE Trading Permit Holder is solely responsible for implementing and operating its system. CBOE does not make payments under the program with respect to executed contracts in options classes included in Underlying Symbols List A (34), DJX, MXEA, MXEF, XSP or XSPAM. The CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer has to agree that it is not entitled to receive any other revenue for the use of its system, specifically with respect to complex orders routed to CBOE. Participating CBOE Trading Permit Holders and Non-CBOE Trading Permit Holders are not precluded, however, from receiving payment for order flow if they choose to do so. Nothing about the subsidy arrangement relieves any CBOE Trading Permit Holder or Non-CBOE Trading Permit Holder broker-dealer that is using an order routing functionality whose provider is participating in the CORS Program from complying with its best execution obligations. Specifically, just as with any customer order and any other routing functionality, both a CBOE Trading Permit Holder and a non-CBOE Trading Permit Holder broker-dealer have an obligation to consider the availability of price improvement at various markets and whether routing a customer order through a functionality that incorporates the features described above would allow for access to such opportunities if readily available. Any user, whether or not a CBOE Trading Permit Holder, needs to conduct best execution evaluations on a regular basis, at a minimum quarterly, that include its use of any router incorporating the features described above.</p>

\*\*\*\*\*