

Additions underlined.  
 Deletions [bracketed].

**NYSE Arca Options Proprietary Market Data Fees**

As of [November]May 1, 2015[4]5

**NYSE ArcaBook for Arca Options<sup>1</sup>**

\* \* \* \* \*

Non-Display Fee<sup>2</sup>

Category 1:	\$5,000/month <sup>3</sup>
Category 2:	\$5,000/month <sup>3</sup>
Category 3:	\$5,000/month, capped at \$15,000

Non-Display Declaration Late Fee: \$1,000/month<sup>4</sup>

**NYSE ArcaBook for Arca Options – Complex**

\* \* \* \* \*

Non-Display Fee<sup>2</sup>

Category 1:	\$1,000/month <sup>3</sup>
Category 2:	\$1,000/month <sup>3</sup>
Category 3:	\$1,000/month, capped at \$3,000

Non-Display Declaration Late Fee: \$1,000/month<sup>4</sup>

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<sup>1</sup> [no change]

<sup>2</sup> [no change]

<sup>3</sup> [no change]

<sup>4</sup> A data recipient that is paying the Access Fee and that fails to timely complete and submit a Non-Display Use Declaration must pay the Non-Display Declaration Late Fee. With respect to the Non-Display Use Declaration that was due by September 1,

2014, the Non-Display Declaration Late Fee applies to data recipients that have not completed and submitted the Non-Display Use Declaration by June 30, 2015, and applies beginning July 1, 2015 and for each month thereafter until the data recipient has completed and submitted the Non-Display Use Declaration. With respect to the annual Non-Display Use Declaration due by January 31<sup>st</sup> of each year beginning in 2016, the Non-Display Declaration Late Fee will apply to data recipients that fail to complete and submit the annual Non-Display Use Declaration by the January 31<sup>st</sup> due date, and applies beginning February 1<sup>st</sup> and for each month thereafter until the data recipient has completed and submitted the annual Non-Display Use Declaration.