

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
FOR EXCHANGE SERVICES**

[September 1] September 8, 2016

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)

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<p>Tier 3: For ETP Holders and Market Makers that provide liquidity an average daily share volume per month of 0.20% or more, but less than 0.30% of the US CADV³:</p>	<p>Tape A, Tape B and Tape C Securities: * * * * *</p>
<p><u>Step Up Tier:</u> <u>For ETP Holders and Market Makers, that, on a daily basis, measured monthly (i) directly execute providing average daily volume that is an increase of no less than 0.15% of US CADV³ for that month over the ETP Holder's or Market Maker's providing average daily volume in July 2016, and (ii) sets a new NYSE Arca Best Bid or Offer with at least 40% of the ETP Holder's or Market Maker's providing ADV. For the billing month of September 2016 only, ETP Holders and Market Makers, that, on a daily basis, measured monthly, (i) directly execute providing average daily volume that is an increase</u></p>	<p><u>Tape A, Tape B and Tape C Securities:</u> <u>\$0.0029 per share (credit) for orders that provide liquidity to the Book for Tape A and Tape C Securities and \$0.0028 per share (credit) for orders that provide liquidity to the Book for Tape B Securities.</u></p>

<p><u>of no less than 0.045% of US CADV³ for that month over the ETP Holder's or Market Maker's providing average daily volume in July 2016, and (ii) sets a new NYSE Arca Best Bid or Offer with at least 40% of the ETP Holder's or Market Maker's providing ADV. For the billing month of October 2016 only, ETP Holders and Market Makers, that, on a daily basis, measured monthly, (i) directly execute providing average daily volume that is an increase of no less than 0.09% of US CADV³ for that month over the ETP Holder's or Market Maker's providing average daily volume in July 2016, and (ii) sets a new NYSE Arca Best Bid or Offer with at least 40% of the ETP Holder's or Market Maker's providing ADV:</u></p>	
<p style="text-align: center;">* * * * *</p>	<p style="text-align: center;">* * * * *</p>
<p>Basic Rates (applicable when tier rates do not apply)</p>	<p>Tape A, Tape B and Tape C Securities:</p> <p>\$0.0035 per share (fee) for orders routed outside the Book to any away market center that remove liquidity, including PO and PO+ Orders</p> <p><u>\$0.0006 per share (fee) for executions in an Early Open Auction, Core Open Auction, Trading Halt Auction and Closing Auction, other than executions resulting from Market Orders, Auction-Only Orders, Market-On-Close Orders and Limit-On-Close Orders.</u></p> <p style="text-align: center;">* * * * *</p>