

Additions underscored  
 Deletions [bracketed]

**NYSE Arca Equities, Inc.**

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

[September 8] October 3, 2016

**NYSE ARCA MARKETPLACE: TRADE RELATED FEES AND CREDITS<sup>1</sup>**

EXCHANGE TRANSACTIONS

ETP HOLDERS AND MARKET MAKERS<sup>2</sup>

Round Lots and Odd Lots (Per Share Price \$1.00 or Above)

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|--|---|
| <p>Step Up Tier:<br/>                     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 CADV<sup>3</sup> 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%] <u>25% in each</u> of the ETP Holder's or Market Maker's <u>Tape A, Tape B and Tape C</u> providing ADV. [For the billing month of September 2016 only, ETP Holders</p> | <p>Tape A, Tape B and Tape C Securities:<br/>                     \$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.</p> |

|  |                  |
|--|------------------|
| <p>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 0.045% of US CADV<sup>3</sup> 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 CADV<sup>3</sup> 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%] <u>25% in each</u> of the ETP Holder's or Market Maker's <u>Tape A, Tape B and Tape C</u> providing ADV:</p> |                  |
| <p>* * * * *</p>   | <p>* * * * *</p> |