

Additions underlined
Deletions [bracketed]

NYSE Arca Options Fees and Charges

Effective Date: [June 1]●, 2017

NYSE Arca OPTIONS: GENERAL

BILLING DISPUTES

All fee disputes concerning fees billed by the Exchange must be submitted to the Exchange in writing and must be accompanied by supporting documentation. All fee disputes must be submitted no later than sixty (60) days after receipt of a billing invoice.

2. This fee is in addition to the Market Maker Fee and will be billed on a per issue basis to the OTP Firm acting as LMM in the issue. This fee will not apply to Interim LMMs acting in accordance with Rule 6.82-O(b)(4).

6. For Electronic Executions, Post Liquidity Fees are credited and Take Liquidity Fees are charged (except that Firms and Broker Dealers shall be charged for electronic executions in non-Penny Pilot issues that post liquidity). Transaction fees do not apply to executions occurring during the Opening Auction. Penny Pilot issues trade as part of a pilot program in accordance with Rule 6.72-O.

8. The calculations for qualifications for monthly posting credits and discounts only include electronic executions and the Exchange will include the activity of either (i) affiliates or (ii) an Appointed OFP or Appointed MM, per Endnote 15. Customer equity and ETF option ADV does not include Electronic Complex Order Executions. The Exchange may exclude from the calculation of ADV contracts traded any day (1) the Exchange is not open for the entire trading day and/or (2) there is an Exchange System Disruption. References to Market Maker volumes and executions are inclusive of transactions in issues in the Market Maker's LMM appointment; references to LMM transactions apply solely to transactions in the LMM's appointment. QCC orders are neither posted nor taken; thus QCC transactions are not included in the calculation of posted or taken execution volumes. Orders routed to another market for execution are not included in the calculation of taking volume. Market Maker Total Electronic Volume does not include Electronic Complex Order Executions, QCC Transactions, or orders routed to another exchange for execution. Total Industry Customer equity and ETF

option average daily volume includes OCC calculated Customer volume of all types, including Complex Order Transactions and QCC transactions, in equity and ETF options. An affiliate of an OTP Holder or OTP Firm is as defined in NYSE Arca Rule 1.1(a). For purposes of calculating the executed Average Daily Volume (“ADV”) of Retail Orders of U.S. Equity Market Share on the NYSE Arca Equity Market, a Retail Order must qualify for the Retail Order Tier set forth in the [Schedule of Fees and Charges for]NYSE Arca Equities[, Inc.] Fee Schedule.

9. Applies to OTP Holder proprietary orders (“F” origin code), QCC transactions executed by Floor Brokers from the Floor of the Exchange, and broker dealer orders clearing in the customer range in all products, except for orders of joint back-office (“JBO”) participants, and does not include Strategy Executions or Royalty Fees. A JBO participant is a Member, Member Organization or non-member organization that maintains a JBO arrangement with a clearing broker-dealer (“JBO Broker”) subject to the requirements of Regulation T Section 220.7 of the Federal Reserve System. See also NYSE Arca Rule 4.16-Q(c). For purpose of the Monthly Firm Cap, JBO participant orders are excluded because the Exchange is unable to differentiate orders of a JBO participant from orders of its JBO Broker and therefore is unable to aggregate the JBO participant’s orders.

15. An “Appointed MM” is an NYSE Arca Market Maker that has been designated by an Order Flow Provider (“OFP”) (as defined in NYSE Arca Rule 6.1A-Q(a)(21)).
