

Additions underlined
Deletions [bracketed]

Rules of the NYSE Arca, Inc.

Rule 5.1-E(c). Listing of an Affiliate or Entity that Operates and/or Owns a Trading System or Facility of the Exchange

(c) Throughout the continued listing and trading of the Affiliate Security on the Exchange,

- (1) The Exchange will prepare a quarterly report on the Affiliate Security for the Exchange's Regulatory Oversight Committee that describes: (a) the Exchange Regulatory staff monitoring of the Affiliate Security's compliance with the Exchange's listing standards, including (i) the Affiliate Security's compliance with the Exchange's bid price requirement and (ii) the Affiliate Security's compliance with each of the quantitative and qualitative maintenance requirements; and (b) Exchange regulatory staff's monitoring of the trading of the Affiliate Security including summaries of all related surveillance alerts, complaints, regulatory referrals, busted or adjusted trades, investigations, examinations, formal and informal disciplinary actions, exceptions reports, and trading data used to ensure the Affiliate Security's compliance with the Exchange's listing and trading rules. [A copy of said report will be forwarded promptly to the Securities and Exchange Commission ("Commission").]
- (2) Once a year, an independent accounting firm shall review the listing standards for the Affiliate Security to ensure that the issuer is in compliance with the listing requirements and a copy of the report shall be forwarded promptly to the Exchange's Regulatory Oversight Committee[and the Commission].
- (3) In the event that Exchange regulatory staff determines that the Affiliate Security is not in compliance with any of the Exchange's listing standards, Exchange regulatory staff shall notify the issuer of such non-compliance promptly and request a plan of compliance. Exchange regulatory staff shall file a report with the Securities and Exchange Commission ("Commission") within five business days of providing such notice to the issuer of its noncompliance. The report shall identify the date of the non-compliance, type of noncompliance, and any other material information conveyed to the issuer in the notice of non-compliance. Within five business days of receipt of a plan of compliance from the issuer, Exchange regulatory staff shall notify the Commission of such receipt, whether the plan was accepted by Exchange

regulatory staff or what other action was taken with respect to the plan and the time period provided to regain compliance with the Exchange's listing standards, if any.
