

Additions underlined.
Deletions [bracketed].

NYSE AMEX OPTIONS FEE SCHEDULE*

*NYSE Amex Options is the options trading facility of NYSE MKT LLC

Effective as of January [2]14, 2015

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Preface

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.

ROUNDING

Any per contract fees that are less than \$0.01 will be handled in the following manner. All volume for the month will be summed and the applicable rate applied. In those cases where a fractional cent occurs, the Exchange will round up to the nearest whole cent for purposes of computing the invoice. For example, if the monthly volume is 3,001 contracts and the applicable rate is \$0.055 per contract, the result is \$165.055 which will be rounded to \$165.06 in computing the invoiced amount.

KEY TERMS and DEFINITIONS

The following definitions and terms apply to the Exchange's Fee Schedule.

An "Affiliate", or person "affiliated" with a specific person, is a person that directly or indirectly through one or more intermediaries, has a 70% common ownership with, the person specified.

An "ATP" or "ATP Holder" is a registered Broker-Dealer who is a permit holder on the Exchange, per Rule 900.2NY(4),(5).

A "Broker-Dealer" is an entity registered pursuant to Section 15 of the Exchange Act, per Rule 990NY(3).

A "Clearing Member" means an Exchange ATP Holder which has been admitted to membership in the Options Clearing Corporation pursuant to the provisions of the Rules of the OCC, per Rule 900.2NY(11).

A "Contra Order" is either principal interest or solicited interest an Initiating Participant is using to guarantee the execution of a CUBE Order in the CUBE Auction.

A "CUBE Order" is an agency order that is guaranteed an execution in the CUBE Auction by a Contra Order.

A "Customer" means an individual or organization that is not a Broker-Dealer, per Rule 900.2NY(18); and is not a Professional Customer.

A "Directed Order Market Maker" or "DOMM" means a Market Maker that receives a Directed Order, per 900.2NY(19).

An "Electronic" trade refers to one executed through the Exchange System, as opposed to on the Floor in open outcry.

An "e-Specialist" means an individual or entity that has been deemed qualified by the Exchange for the purpose of making transactions on the Exchange in accordance with the provisions of Rule 920NY, as further described in Rule 927.4NY. Each e-Specialist must be registered with the Exchange as a Market Maker.

The "Exchange System" or "System" as set forth in Rule 900.2NY(48), refers to the Exchange's electronic order delivery, execution and reporting system for designated option issues through which orders and quotes of Users are consolidated for execution and/or display.

A "Firm" means a Broker-Dealer that is not registered as a dealer-specialist or Market Maker that is an ATP Holder on the Exchange, per Rule 900.2NY(28).

A “Firm Facilitation” trade is a Manual trade that is executed in open outcry, in which one counterparty clears in the Firm range at the OCC, the other counterparty clears in the Customer range at the OCC, and both counterparties have the same Clearing Member symbol or identification.

The “Floor” or “Trading Floor” means the options trading floor located at 11 Wall Street, New York, NY, per Rule 900.2NY(30).

A “Floor Broker” is an ATP Holder as defined in Rule 930NY.

A “Floor Market Maker” means a registered Market Maker who makes transactions as a dealer-specialist while on the Floor of the Exchange, per Rule 900.2NY(29).

An “Initiating Participant” is an ATP Holder that submits the CUBE Order and agrees to guarantee the execution of the CUBE Order by submitting a Contra Order representing principal interest or interest it has solicited to trade with the CUBE Order.

A “Manual” trade refers to one executed on the Trading Floor of the Exchange in open outcry, as opposed to Electronically via the Exchange System.

A “Market Maker Authorized Trader” or “MMAT,” per Rule 900.2NY(37), is an authorized trader who performs market making activities pursuant to Rule 920NY on behalf of an ATP Holder registered as a Market Maker.

A “Mini Option” or “Mini” is an unadjusted option contract that delivers 10 shares of the underlying security as further described in Rule 901, Commentary .01.

A “Market Maker” refers to an ATP Holder that acts as a Market Maker pursuant to Rule 920NY and is referred to as an “NYSE AMEX Options Market Maker” in this Fee Schedule.

A “Non-Customer” means anyone who is not a “Customer.”

A “Non-NYSE Amex Options Market Maker” means a market maker as defined in Section 3(a)(38) of the Securities and Exchange Act of 1934 registered in the same option class on another exchange.

A “Non-Penny” option refers to option classes that do not participate in the Penny Pilot Program, as described in Rule 960NY, Commentary .02.

An “Order Flow Provider” (“OFP”) means any ATP Holder that submits, as agent, orders to the Exchange, per Rule 900.2NY(57).

A “Penny” option refers to option classes that participate in the Penny Pilot Program, as described in Rule 960NY, Commentary.02.

A “Professional Customer” means individual or organization that (i) is not a Broker/Dealer in securities, and (ii) places more than 390 orders in listed options per day on average during a calendar month for its own beneficial account(s), per 900.2NY(18A).

A “Qualified Contingent Cross” or “QCC” trade is a trade that meets the criteria specified in Rule 900.3NY(y) and related Commentary .01.

A “Reserve Floor Market Maker ATP,” per Rule 902NY, refers to an ATP Holder that is a qualified MMAT and acts as a substitute Floor Market Maker during the temporary absence of a Floor Market Maker. A Reserve Floor Market Maker ATP is empowered to act as a qualified MMAT and Floor Market Maker in lieu of the absent Floor Market Maker. When a Floor Market Maker is or will be absent, an ATP Holder that maintains a Reserve Floor Market Maker ATP is required to provide written notice to the Exchange, at least one business day in advance, that it will utilize such Reserve Floor Market Maker ATP. The notice will identify both the Floor Market Maker who will not be utilizing the ATP Holder’s ATP and the MMAT who will be acting as the substitute Floor Market Maker. While the notice is in effect, only the specifically named MMAT acting as a substitute Floor Market Maker will be authorized to utilize the ATP. When the original Floor Market Maker returns, the ATP Holder will provide written notice to the Exchange, and, as of the date specified in the notice, the original Floor Market Maker may resume reliance on the ATP and the MMAT will no longer be able to utilize the ATP.

A “RFR Response” is as defined in Rules 971.1NY and 980NY.

A “Specialist” means an individual or entity that has been deemed qualified by the Exchange for the purpose of making transactions on the Exchange in accordance with the provisions of Rule 920NY, and meets the qualification requirements of Rule 927NY(b). Each Specialist must be registered with the Exchange as a Market Maker. Any ATP Holder registered as a Market Maker with the Exchange is eligible to be qualified as a Specialist.

A “Standard Option” contract is any option contract other than a Mini Option.

A “User,” per Rule 900.2NY(87), is any ATP Holder that is authorized to obtain access to the System pursuant to Rule 902.1NY.

Section I. Options Transaction Fees and Credits

A. Rates for Standard Options transactions. The following transaction fees apply to executions in Standard Option contracts.

Participant	Penny/Non-Penny	Rate Per Contract For Electronic Transactions	Marketing Charges Per Contract for Electronic Transactions³	Rate Per Contract Manual Transactions
Broker-Dealer ¹	Penny	\$0.44	N/A	\$0.25
	Non-Penny	\$0.58	N/A	\$0.25
Customer	Penny	\$0.00	N/A	\$0.00
	Non-Penny	\$0.00	N/A	\$0.00
DOMM ^{1,2,3}	Penny	\$0.23	\$0.25	N/A
	Non-Penny	\$0.23	\$0.65	N/A
e-Specialist ^{1,2,3}	Penny	\$0.23	\$0.25	\$0.13
	Non-Penny	\$0.23	\$0.65	\$0.13
Firm ^{1,4}	Penny	\$0.34	N/A	\$0.25
	Non-Penny	\$0.58	N/A	\$0.25
Firm Facilitation ¹	Penny	N/A	N/A	\$0.00
	Non-Penny	N/A	N/A	\$0.00
NYSE Amex Options Market Maker ^{1,2,3}	Penny	\$0.23	\$0.25	\$0.20
	Non-Penny	\$0.23	\$0.65	\$0.20
Non-NYSE Amex Options Market Maker ^{1,2}	Penny	\$0.44	N/A	\$0.25
	Non-Penny	\$0.58	N/A	\$0.25
Professional Customer ¹	Penny	\$0.44	N/A	\$0.25
	Non-Penny	\$0.58	N/A	\$0.25
Specialist ^{1,2,3}	Penny	\$0.23	\$0.25	\$0.13
	Non-Penny	\$0.23	\$0.65	\$0.13

1. Royalty Fees described in Section I.K., may also apply.
2. NYSE Amex Options Market Makers may qualify for lower rates for Electronic transactions pursuant to the Market Maker Sliding Scale in section I. C.
3. NYSE Amex Options Market Makers who are counterparties to an Electronic trade with a Customer are liable for Marketing Charges. The pool of monies resulting from the collection of Marketing Charges on Electronic non-Directed Orders will be controlled by the Specialist or the e-Specialist with superior volume performance over the previous quarter, unless otherwise designated by the ATP Holder that submits an Electronic non-Directed Order as described below, for distribution by the Exchange at the direction of such Specialist or e-Specialist to eligible payment accepting firms. An ATP Holder that submits an Electronic non-Directed Order to the Exchange may designate an NYSE Amex Options Market Maker to control to pool of monies resulting from the collection of Marketing Charges, which shall be distributed by the Exchange at the direction of such NYSE Amex Options Market Maker to payment accepting firms.
The pool of monies resulting from collection of Market Charges on Electronic Directed Orders will be controlled by the NYSE Amex Options Market Maker to which the order was directed and distributed by the Exchange at the direction of such NYSE Amex Options Market Maker to payment accepting firms.
4. Firms are subject to a Monthly Firm Fee Cap of \$100,000 for fees associated with Manual transactions as more fully described below in Section I. I.

B. Rates for Mini Options transactions – Electronic and Manual. The following transaction fees apply to executions in Mini Option contracts.

Participant	Penny/Non-Penny	Rate Per Contract For Electronic Transactions	Marketing Charges Per Contract For Electronic Transactions¹	Rate Per Contract Manual Transactions
Broker-Dealer	Penny	\$0.09	N/A	\$0.09
	Non-Penny	\$0.09	N/A	\$0.09
Customer	Penny	\$0.00	N/A	\$0.00
	Non-Penny	\$0.00	N/A	\$0.00

DOMM ¹	Penny	\$0.02	\$0.02	\$0.02
	Non-Penny	\$0.02	\$0.06	\$0.02
e-Specialist ¹	Penny	\$0.02	\$0.02	\$0.02
	Non-Penny	\$0.02	\$0.06	\$0.02
Firm	Penny	\$0.09	N/A	\$0.09
	Non-Penny	\$0.09	N/A	\$0.09
Firm Facilitation	Penny	N/A	N/A	N/A
	Non-Penny	N/A	N/A	N/A
NYSE Amex Options Market Maker ¹	Penny	\$0.02	\$0.02	\$0.02
	Non-Penny	\$0.02	\$0.06	\$0.02
Non-NYSE Amex Options Market Maker	Penny	\$0.09	N/A	\$0.09
	Non-Penny	\$0.09	N/A	\$0.09
Professional Customer	Penny	\$0.09	N/A	\$0.09
	Non-Penny	\$0.09	N/A	\$0.09
Specialist ¹	Penny	\$0.02	\$0.02	\$0.02
	Non-Penny	\$0.02	\$0.06	\$0.02

- ¹. NYSE Amex Options Market Makers who are counterparties to an Electronic trade with a Customer are liable for Marketing Charges. The pool of monies resulting from the collection of Marketing Charges on Electronic non-Directed Orders will be controlled by the Specialist or the e-Specialist with superior volume performance over the previous quarter, unless otherwise designated by the ATP Holder that submits an Electronic non-Directed Order as described below, for distribution by the Exchange at the direction of such Specialist or e-Specialist to eligible payment accepting firms. An ATP Holder that submits an Electronic non-Directed Order to the Exchange may designate an NYSE Amex Options Market Maker to control to pool of monies resulting from the collection of Marketing Charges, which shall be distributed by the Exchange at the direction of such NYSE Amex Options Market Maker to payment accepting firms.
- The pool of monies resulting from collection of Market Charges on Electronic Directed Orders will be controlled by the NYSE Amex Options Market Maker to which the order was directed and distributed by the Exchange at the direction of such NYSE Amex Options Market Maker to payment accepting firms.

C. NYSE Amex Options Market Maker Sliding Scale – Electronic. NYSE Amex Options Market Makers are eligible for reduced per contract rates for Electronic transactions in Standard Options as shown in the table below. The rates shown are applicable to monthly volume within a given tier such that the lower per contract rate applies to volume within that higher tier. In calculating Market Maker Electronic monthly volumes, the Exchange will exclude any volumes attributable to Mini Options, QCC trades, CUBE Auctions, or Strategy Execution Fee Caps as these transactions are subject to separate pricing described in Sections I.B., I.F., I.G. and I.J., respectively.

Tier	Market Maker Electronic Monthly Volume as a % of Industry Customer Equity and Exchange Traded Fund (“ETF”) Option Volume	Rate per Contract
1	0.00% to 0.10%	\$0.23
2	>0.10% to 0.60%	\$0.20
3	>0.60% to 1.25%	\$0.10
4	>1.25% to 1.40%	\$0.08
5	>1.40% to 1.75%	\$0.05
6	>1.75% to 2.00%	\$0.03
7	>2.00%	\$0.02

D. Prepayment Program. Any NYSE Amex Options Market Maker is eligible for the rates described in the Market Maker Sliding Scale in Section I. C. A NYSE Amex Options Market Maker may prepay a portion of the fees it incurs under Section I.C., I.G. and III.A. In exchange for prepayment of a portion of their Section I.C. , I.G., and III. A. fees, the NYSE Amex Options Market Maker qualifies its Affiliated OFP to earn enhanced credits under Section I.E. NYSE Amex Options Market Makers can commit to either a 1-year or 3- year term (“1 Year Prepayment Program” or “3 Year Prepayment Program”). The choice of a 1 Year Prepayment Program or 3 Year Prepayment Program impacts the enhanced credits for which an Affiliated OFP of a NYSE Amex Options Market Maker is eligible for under Section I.E.

The 1 Year Prepayment Program amount is \$4 million, payable by January 30, 2015. The 3 Year Prepayment Program amount is \$9 million, payable in 3 equal, annual installments of \$3 million, with the first payment due by January 30, 2015, the second payment due by January 29, 2016 and the final payment due by January 31, 2017. A NYSE Amex Options Market Maker that participates in the 1 Year Prepayment Program will receive a credit of \$4 million toward fees it incurs

under Section I.C., I.G., and III.A. A NYSE Amex Options Market Maker that participates in the 3 Year Prepayment Program will receive a credit of \$3 million toward fees it incurs under Section I.C., I.G., and III.A. for each of the 3 years. Once the prepayment credit has been exhausted, the Exchange will invoice the NYSE Amex Options Market Maker at the applicable rates under Section I.C., I.G., and III.A. In the event that a NYSE Amex Options Market Maker does not conduct sufficient activity to exhaust the entirety of their prepayment credit within the calendar year, there will be no refunds issued for any unused portion of their prepayment credit.

To participate in the 1 Year or 3 Year Prepayment Program, interested NYSE Amex Options Market Makers must notify the Exchange in writing no later than January 15, 2015, by emailing optionsbilling@nyse.com, indicating to which prepayment term they are committing. The 3 Year Prepayment Program will not be available after January 15, 2015, however, NYSE Amex Options Market Maker firms may opt into the 1 Year Prepayment Program for 2016 or 2017 by sending an email to the Exchange by the last business day in December of either 2015 or 2016, provided the Exchange continues to offer the 1 Year Prepayment Program at that time. The email to enroll in the Prepayment Program must originate from an officer of the NYSE Amex Options Market Maker firm and, except as provided for below, represents a binding commitment for the 1 or 3 year term to which the NYSE Amex Options Market Making firm commits, requiring payment according to the schedule described above.

Early termination, or “opt out” of the 3 Year Prepayment Program, thereby relieving a NYSE Market Maker of any remaining payment obligations, is permitted if:

1. NYSE Amex Options equity and ETF options market share over any consecutive 3-month period during 2015 falls below 7.5% of total equity options and ETF options volume; or
2. . NYSE Amex Options equity and ETF options market share over any consecutive 3-month period during 2016 falls below 7.0% of total equity options and ETF options volume; or

3. the Exchange reduces the transaction fees in Tiers 1 through 6 in Section I.C. by 70% or more compared to the rates as of January 2, 2015; or
4. the Exchange reduces each and every fee in Section I.G. charged to NYSE Amex Options Market Makers by 70% or more compared to the rates as of January 2, 2015; or
5. as of January 4, 2016 or January 3, 2017 there are fewer than 4 participants in the 1 Year and 3 Year Prepayment Programs combined.

To opt out, an NYSE Amex Options Market Making firm must send an email to optionsbilling@nyse.com requesting to opt out. The opt out request must be submitted by 4:00 p.m. ET at least five business days preceding the date(s) on which the payment is due for any year(s) in which the NYSE Amex Options Market Maker wishes to opt out. Specifically, to opt out for 2016, the request must be submitted by 4:00 p.m. ET on January 22, 2016 and to opt out for 2017, the request must be submitted by 4:00pm ET on January 24, 2017. Anytime a NYSE Amex Options Market Making firm opts out, they will forfeit the ability for an OFP Affiliate to earn the enhanced credit(s) under the ACE Program in Section I.E. of this Fee Schedule for the year for which they opted out, and any subsequent year(s). Once opted out of the 3 Year Prepayment Program, a Market Making firm cannot opt back into the 3 year Prepayment Program, but may opt into the 1 Year Prepayment Program by the last business day of December of 2015 or 2016.

E. Amex Customer Engagement (“ACE”) Program – Standard Options. The per contract credits in the table below apply to Electronic transactions in Standard Options. The credits are payable to the OFP that submits, as agent, orders to the Exchange, and is payable only on Customer volume.

As shown in the table below, the ACE Program offers the following two methods OFPs to receive credits:

1. By calculating, on a monthly basis, the average daily Customer contract volume an OFP executes Electronically on the Exchange as a percentage of total average daily industry Customer equity and ETF options volume;
OR
2. By calculating, on a monthly basis, the average daily contract volume an OFP executes Electronically in all participant types (*i.e.*, Customer, Firm, Broker-Dealer, NYSE Amex Options Market Maker, Non-NYSE Amex Options Market Maker, and Professional Customer) on the Exchange, as a percentage of total average daily industry Customer equity and ETF option volume, of which at least 20% must be Customer volume executed Electronically.

In calculating an OFP's Electronic volume, the Exchange will exclude volume resulting from Mini Options and QCC trades, as these transactions are subject to separate fees and/or credits. Also excluded from an OFP's Electronic volume calculation is any volume attributable to orders routed to another exchange in connection with the Options Order Protection and Locked/Crossed Market Plan referenced in Rule 991NY. Any volume excluded from an OFP's Electronic volume calculation is ineligible for credits shown in the table below.

Volume resulting from CUBE Auction executions will be included in an OFP's Electronic volume calculation for purposes of the ACE Program, but is ineligible for credits shown in the table below because there are separate credits paid for certain CUBE Auction volumes in Section I. G.

In calculating an OFP's Electronic volume, the Exchange will include the activity of Affiliates of the OFP, such as when an OFP has an Affiliated NYSE Amex Options Market Making firm. An OFP must email the Exchange at optionsbilling@nyse.com and provide the Exchange with a list of its Affiliates in order for those Affiliates' activity to be included with the OFP's activity in calculating such OFP's Electronic volume.

Under the ACE Program, an OFP will earn the highest per contract credit for which it qualifies on all eligible Customer volume, retroactive to the first contract traded in a month. In the event that an OFP is eligible for credits under both calculation methods, the OFP will be paid the highest per contract credit for all the OFP's eligible volume.

The credits shown under the "1 Year Enhanced Customer Volume Credits" and the "3 Year Enhanced Customer Volume Credits" are only available to those OFPs who have an Affiliated NYSE Amex Options Market Making firm that has committed to either the 1 Year Prepayment Program or the 3 Year Prepayment Program, respectively, as described in Section I.D. As noted in Section I.D., if a NYSE Amex Options Market Making firm that has committed to the 3 Year Prepayment Program opts out, the 3 Year Enhanced Customer Volume Credits will no longer be payable for any remaining year(s) of the 3 Year Prepayment Program. For example, opting out before the 2nd payment is due on January 15, 2016 means that the OFP Affiliated with that NYSE Amex Options Market Maker will be ineligible to earn the 3 Year Enhanced Customer Volume Credits shown in the table below for their activity during any part of calendar years 2016 or 2017. If,

however, the same firm were to subsequently opt into a 1 Year Prepayment Program, their OFP Affiliate would be eligible to earn the 1 Year Enhanced Customer Volume Credits for the calendar year in which the firm opted in.

		ACE Program – Standard Options		Credits Payable On Customer Volume Only		
Tier	Customer Electronic ADV as a % of Industry Customer Equity and ETF Options ADV	OR	Total Electronic ADV (of which 20% or greater must be Customer) as a % of Industry Customer Equity and ETF Options ADV	Customer Volume Credits	1 Year Enhanced Customer Volume Credits	3 Year Enhanced Customer Volume Credits
1	0.00% to 0.75%		N/A	\$0.00	\$0.00	\$0.00
2	> 0.75% to 1.00%		N/A	(\$0.13)	(\$0.13)	(\$0.13)
3	>1.00% to 2.00%		1.50% to 3.50%	(\$0.14)	(\$0.16)	(\$0.18)
4	>2.00%		>3.50%	(\$0.14)	(\$0.16)	(\$0.20)

F. QCC Fees & Credits. The table below describes the per contract fees and credits applicable to volume executed as part of a QCC trade.

Participant	Standard Options Per Contract Fee or Credit	Mini Options Per Contract Fee or Credit
Customer	\$0.00	\$0.00
Non-Customer excluding Specialists and e-Specialists	\$0.20	\$0.10
Specialists and e-Specialists	\$0.13	\$0.10
Floor Brokers executing 300,000 or fewer contracts in a month ¹	(\$0.07)	(\$0.02)
Floor Brokers executing more than 300,000 contracts in a month ¹	(\$0.10)	(\$0.02)

¹ Floor Brokers will not receive a credit for QCC trades that have a Customer on both sides of the trade. For example, a Floor Broker executing as a QCC trade an order from a Customer buying 1,000 ABC Dec 40 Calls and an order from a Customer selling 1,000 ABC Dec 40 Calls at \$2.00 will not be eligible for the Floor Broker credits. The Floor Broker credit is paid only on volume within the applicable tier and is not retroactive to the first contract traded. The maximum Floor Broker credit paid shall not exceed \$375,000 per month per Floor Broker firm.

G. CUBE Auction Fees & Credits. The following table describes the per contract fees and credits for executions associated with a CUBE Auction. Credits are payable to the Initiating Participant for each contract in an order paired with a CUBE Order that does not trade with the CUBE Order because it is replaced in the auction. The table below shows the credits payable to the Initiating Participant for executions associated with a CUBE Auction.

Participant/Penny or Non-Penny	Standard Option Per Contract Fee or Credit
CUBE Order Fee Customer – both Penny Pilot and Non-Penny Pilot	\$0.00
CUBE Order Fee Non-Customer – both Penny Pilot and Non-Penny Pilot	\$0.20
Contra Order Fee – both Penny Pilot and Non-Penny Pilot	\$0.05
RFR Response Fee Customer – both Penny Pilot and Non-Penny Pilot	\$0.00
RFR Response Fee Non-Customer – Penny Pilot	\$0.55
RFR Response Fee Non-Customer – Non-Penny Pilot	\$0.90
Initiating Participant Credit - Penny Pilot	(\$0.40)
Initiating Participant Credit - Non-Penny Pilot	(\$0.80)

H. Market Access and Connectivity (“MAC”) Subsidy. To qualify for the MAC Subsidy, an ATP Holder must notify the Exchange no later than the last business day of the month in which the ATP Holder would like to be eligible for the MAC Subsidy. Notification must be made by emailing the Exchange at optionsbilling@nyse.com and the email must include the name of the ATP Holder seeking the MAC Subsidy as well as a list of unique connections utilized by the ATP Holder to provide access and connectivity to the Exchange for either the ATP Holder or other ATP Holders that are using the ATP Holder’s systems to access the Exchange.

Non-NYSE Amex Options Market Maker, Firm, Professional Customer and Broker-Dealer Electronic Contract ADV Tiers (excludes any volumes associated with Mini Options, QCC trades and CUBE Auctions)	Per Contract MAC Subsidy – Retroactive To All Qualifying Contract Volumes Upon Achieving A Higher ADV Tier (excludes any volumes associated with Mini Options, QCC trades and CUBE Auctions)
At least .45% of Total Industry Customer equity and ETF option ADV	(\$0.04)
At least .85% of Total Industry Customer equity and ETF option ADV	(\$0.06)
At least 1.25% of Total Industry Customer equity and ETF option ADV	(\$0.08)

I. Firm Monthly Fee Cap. The Monthly Firm Fee Cap for Manual transactions will aggregate the fees associated with Firm Manual transactions and cap them at \$100,000 per month per Firm. Once a Firm has reached the Firm Monthly Fee Cap, an incremental service fee of \$0.01 per contract for Firm Manual transactions will apply, except for the execution of a QCC order, in which case there is no incremental service fee. Any fee or volume associated with a Strategy Execution described in Section I.J., (e.g., reversal and conversion, box spread, short stock interest spread, merger spread and jelly roll) will not be counted toward the \$100,000 cap. Royalty Fees will continue to be charged at the rates described in Section I. K., and do not count toward the \$100,000 fee cap. Firm Facilitation Manual trades (including for Mini Options) will continue to be executed at the rate of \$0.00 per contract regardless of whether a Firm has reached the \$100,000 cap or not. Mini Option

contracts are subject to separate pricing and are not eligible for inclusion in the \$100,000 per month fee cap described above

J. Strategy Execution Fee Cap. There is a \$750 cap on transaction fees for options Strategy Executions involving (a) reversals and conversions, (b) box spreads, (c) short stock interest spreads, (d) merger spreads, and (e) jelly rolls, which are described below. The cap applies to all Strategy Executions executed in Standard Option contracts on the same trading day in the same option class. Mini Option contracts are excluded from the Strategy Execution Fee Cap. Transaction fees for Strategy Executions are further capped at \$25,000 per month per initiating firm. All Royalty Fees, described in Section I.K., associated with Strategy Executions on Index and ETFs will be passed through to trading participants on the Strategy Executions on a pro-rata basis and will not be included in the calculation of the \$750 per trade cap or the \$25,000 per month cap. Manual Broker-Dealer and Firm Strategy trades that do not reach the \$750 cap will be billed the rate specified in Section 1.A. for Manual transactions. Any qualifying Strategy Execution executed as a QCC order will not be eligible for this fee cap.

- a. Reversals and Conversions. A “reversal” is established by combining a short security position with a short put and a long call position that shares the same strike and expiration. A “conversion” is established by combining a long position in the underlying security with a long put and a short call position that shares the same strike and expiration.
- b. Box spread. A “box spread” is defined as transactions involving a long call option and a short put option at one strike, combined with a short call option and long put at a different strike, to create synthetic long and synthetic short stock positions, respectively.
- c. Short stock interest spread. A “short stock interest spread” is defined as transactions done to achieve a short stock interest arbitrage involving the purchase, sale and exercise of in-the-money options of the same class.
- d. Merger spread. A “merger spread” is defined as transactions done to achieve a merger arbitrage involving the purchase, sale and exercise of options of the same class and expiration date, each executed prior to the date on which shareholders of record are required to elect their respective form of consideration, i.e., cash or stock.
- e. Jelly rolls. A “jelly roll” is created by entering into two separate positions simultaneously. One position involves buying a put and selling a call with the same strike price and expiration. The second position involves selling a put and buying a call, with the same strike price, but with a different expiration from the first position.

K. Royalty Fees. Royalty Fees are charged according to the table below for both Electronic and Manual transactions.

Participant	Mini Nasdaq 100 Index (MNX)	Nasdaq 100 Index (NDX)	Russell 2000 Index (RUT)	KBW Bank Index (BKX)
Broker-Dealer	\$0.22	\$0.22	\$0.40	\$0.10
Customer	\$0.00	\$0.00	\$0.00	\$0.00
DOMM	\$0.22	\$0.22	\$0.40	\$0.10
e-Specialist	\$0.22	\$0.22	\$0.40	\$0.10
Firm	\$0.22	\$0.22	\$0.40	\$0.10
Firm Facilitation	\$0.22	\$0.22	\$0.40	\$0.10
NYSE Amex Options Market Maker	\$0.22	\$0.22	\$0.40	\$0.10
Non-NYSE Amex Options Market Maker	\$0.22	\$0.22	\$0.40	\$0.10
Professional Customer	\$0.22	\$0.22	\$0.40	\$0.10
Specialist	\$0.22	\$0.22	\$0.40	\$0.10

L. Routing Surcharge. The Routing Surcharge is assessed on all non-Customer orders, for both Mini and Standard Option contracts, routed to away markets and on Customer orders, for both Mini and standard option contracts, including Professional Customer orders, for both Mini and Standard Option contracts that are charged transaction fees at another exchange. If the executing exchange does not charge a transaction fee for the execution of the Customer order, the Routing Surcharge will be waived. The Routing Surcharge will be made up of \$0.11 per contract plus (i) any transaction fees assessed by the away exchange(s) (calculated on an order-by-order basis since different away exchanges charge different amounts) or (ii) if the actual transaction fees assessed by the away exchange(s) cannot be determined prior to the execution, the highest per contract charge assessed by the away exchange(s) for the relevant option class and type of market participant (e.g., Customer, Firm, Broker/Dealer, Professional Customer or Market Maker). The Routing Surcharge is in addition to NYSE Amex's customary execution fees applicable to the order.

Section II. Monthly Excessive Bandwidth Utilization Fees

The Order to Trade Ratio Fee and the Messages to Contracts Traded Ratio Fee (described below) are referred to collectively as the Excessive Bandwidth Utilization Fees. In the event that an ATP Firm is liable for either or both of the Excessive Bandwidth Utilization Fees in a given month, that firm would only be charged the greater of the two fees. The Exchange may exclude one or more days of data for purposes of calculating the Excessive Bandwidth Utilization Fees for an ATP Firm if the Exchange determines, in its sole discretion, that one or more ATP Firms or the Exchange was experiencing a bona fide systems problem.

- A. Order to Trade Ratio Fees.** The Order to Trade Ratio Fee is calculated on a monthly basis and shown in the table below. Orders, for both Mini and Standard Option contracts that improve the Exchange's prevailing best bid-offer (BBO) market at the time the orders are received will not be included in the order to execution ratio.

Monthly Order to Execution Ratio	Monthly Charge
Between 10,000 and 14,999 to 1	\$5,000
Between 15,000 and 19,999 to 1	\$10,000
Between 20,000 and 24,999 to 1	\$20,000
25,000 to 1 and greater	\$35,000

- B. Messages to Contracts Traded Ratio Fees.** For purposes of this Fee, a “message” is defined as a quote and/or an order, for both Mini Option and Standard Option contracts. The Messages to Contracts Traded Ratio Fee is \$0.01 per 1,000 messages in excess of 1.5 billion messages in a calendar month if the ATP Holder does not execute at least 1 contract for every 1,500-5,000 messages, as determined by the Exchange. The Exchange shall notify ATP Holders of any change to the number of messages entered to be used to calculate the Fee at least one business day in advance of such change via a Trader Update and such number shall be applicable in the following calendar month and thereafter unless or until it is changed. ATP Holders acting as NYSE Amex Options Market Makers will receive an additional one million messages per month (beyond the 1.5 billion messages) for each option issue in their Market Maker appointment if they execute in the aggregate across all options issues in their assignment at least 20,000 contracts average daily volume electronically per month as a NYSE Amex Options Market Maker.

In calculating this Fee, the Exchange will aggregate activity of Affiliated OFPs and NYSE Amex Options Market Maker firms provided the NYSE Amex Options Market Maker emails the Exchange at optionsbilling@nyse.com with a list of its Affiliated entities to request to have activity aggregated.

Section III. Monthly Trading Permit, Rights, Floor Access and Premium Product Fees

A. Monthly ATP Fees. ATP fees are charged based on the maximum number of ATPs held during the month, according to the table shown below. The “Bottom 45%” refers to the least actively traded issues on the Exchange, ranked by industry volume, as reported by the OCC for each issue during the calendar quarter. Each calendar quarter, with a one-month lag, the Exchange will publish on its website a list of the Bottom 45% of issues traded. Any newly listed issues will automatically become part of the Bottom 45% until the next evaluation period, at which time they may or may not remain part of the Bottom 45% list depending upon their trading volumes and resultant rank among all issues traded on the Exchange.

ATP Type	Monthly Fee Per ATP	Number Of Issues Permitted In A Market Makers Quoting Assignment
Floor Broker	\$500	N/A
Order Flow Provider	\$1,000	N/A
Clearing Member	\$1,000	N/A
NYSE Amex Options Market Maker 1st ATP	\$8,000	60 plus the Bottom 45%
NYSE Amex Options Market Maker 2nd ATP	\$6,000	150 plus the Bottom 45%
NYSE Amex Options Market Maker 3rd ATP	\$5,000	500 plus the Bottom 45%
NYSE Amex Options Market Maker 4th ATP	\$4,000	1,100 plus the Bottom 45%
NYSE Amex Options Market Maker 5th ATP	\$3,000	All issues traded on the Exchange
NYSE Amex Options Market Maker 6th or more ATPs	\$2,000	All issues traded on the Exchange
NYSE Amex Options Floor Market Maker 1st	\$5,000	60 plus the Bottom 45%

ATP ¹		
NYSE Amex Options Floor Market Maker 2nd ATP ¹	\$5,000	150 plus the Bottom 45%
Reserve Floor Market Maker ATP	\$175	N/A

- ¹. An NYSE Amex Options Floor Market Maker ATP is a Floor Market Maker that purchases no more than two ATPs per month and transacts at least 75% of its volume, excluding QCC and Strategy Executions, as Manual trades in open outcry on the Trading Floor.

B. Floor Access Fee. \$125 per month for all registered Floor personnel that do not pay Monthly ATP Fees.

C. e-Specialist, DOMM and Specialist Monthly Rights Fees. Rights Fees will be allocated to Specialists, e-Specialists and DOMMs based on their prorated share of contract volume on the Exchange in each issue. This fee is in addition to the Market Maker Fee and will be billed on a per issue basis to the ATP Holder acting as Specialist, e-Specialist, or DOMM in the issue. Average National Daily Customer Contracts Per Issue is calculated based on public customer contracts traded using a rolling three month basis with a one month lag. Professional Customer orders will be treated as Customer orders for purposes of this calculation. Where the Specialist, the e-Specialist, or DOMMs transact zero volume in a month, the Exchange splits the Rights Fee equally among the Specialist and e-Specialist, such that each Specialist and e-Specialist participant is liable for 50% of the Rights Fee. In the event that there is only a Specialist or e-Specialist and there are no DOMM volumes, then that sole Specialist or e-Specialist incurs 100% of the Rights Fee applicable to the option issue. In calculating the Rights Fee, each Mini Option contract traded will count the same as one Standard Option contract that has traded. The Rights Fees are shown in the table below.

Average National Daily Customer Contracts Per Issue	Monthly Base Rate Per Issue
0 to 200 ¹	\$250
201 to 2,000	\$75

2,001 to 5,000	\$200
5,001 to 15,000	\$375
15,001 to 100,000	\$750
Over 100,000	\$1,500

¹ This tier only applies to options listed on or after June 1, 2012. Options listed before June 1, 2012 are “grandfathered” and as such subject to a Monthly Base Rate Per Issue of \$75 if they fall into the 0 to 200 contract volume tier. The list of “grandfathered” options is available on the Exchange’s website.

D. NYSE Amex Options Market Maker Monthly Premium Product Fee. The Exchange assesses a monthly fee to any NYSE Amex Options Market Maker, other than a Market Maker that qualifies as an NYSE Amex Options Floor Market Maker as described in note 1 to Section III.A., transacting in any Premium Products in the Table below during any given month. The maximum monthly Premium Product Fees for any single NYSE Amex Options Market Maker firm is \$7,000 per month.

The Premium Product Fees are shown in the table below.

Premium Product Symbol	Monthly Premium Product Fee
SPY	\$1,000
AAPL	\$1,000
IWM	\$1,000
QQQ	\$1,000
BAC	\$1,000
EEM	\$1,000
GLD	\$1,000
JPM	\$1,000
XLF	\$1,000
VXX	\$1,000

Section IV. Monthly Floor Communication, Connectivity, Equipment and Booth or Podia Fees

These fees are assessed on Trading Floor participants as described in the table below.

Description	Fees
Floor Broker Handheld	\$450 per device per month
Login	\$215 per month per Exchange sponsored Floor Broker order entry system
Transport Charges	\$150 per month per floor participant connection capped at \$500 per month per Floor Broker firm
Floor Market Maker Podia	\$90 per month for each floor market maker
Floor Booths	\$150 per month per booth
Telephone Service - Toll call billed by vendor plus a surcharge	Toll calls \$0.00 to \$0.68 incur a surcharge of \$0.16 Toll calls of \$0.69 or greater incur a surcharge of \$0.26
Cellular Phones	\$20 per month plus the cost of the calling plan of the user's choice
Booth Telephone System - Line Charge	\$33.33 per phone number per month
Booth Telephone System - Single line phone jack and data jack	\$10.75 per month
Wire Services	Pass-through of fees from vendor
Turrets	Contracted directly with the vendor
Market Data	Contracted directly with the vendor
Telecom Move/Add/Change Fee	Pass-through of fees from vendor

Section V. Technology & System Access Fees

- A. Port Fees.** The Exchange assesses a monthly Port Fee to any User for Ports to connect to the Exchange. For purpose of calculating the number of order/quote entry ports, the Exchange will aggregate the ports of Affiliates. The monthly Port Fees are charged according to the table below.

Port Type	Port Fee
Order/Quote Entry Port	Ports 1-40: \$450 per port per month
	Ports 41 and greater: \$150 per port per month
NYSE Amex Options Market Maker Open Outcry Discount	Any NYSE Amex Options Market Maker that executes 50% or more of their Market Maker volume in open outcry shall receive a discount on their monthly port fees of 60%, not to exceed a maximum dollar discount of \$10,000 per month
Backup datacenter Port Used For Order/Quote Entry	No fee unless utilized during the relevant month, in which case, above fees shall apply
Drop Copy Port	\$500 per port per month (only one fee per drop copy port shall apply, even if receiving drop copies from multiple order/quote entry ports)
Backup datacenter Port Used For Drop Copy	No fee shall apply if configured such that it is duplicative of another drop copy port of the same user

B. Co-Location Fees. A User that incurs co-location fees for a particular co-location service pursuant to this Fee Schedule will not be subject to co-location fees for the same co-location service charged pursuant to the NYSE MKT Equities Price List or by the Exchange's affiliates New York Stock Exchange LLC and NYSE Arca, Inc.

Initial Fee per Cabinet	
Dedicated Cabinet	\$5,000
8-Rack Unit of a Partial Cabinet	\$2,500
Monthly Fee per Cabinet	
Dedicated Cabinet	
Number of kW	Per kW Fee Monthly
4 - 8	\$1,200
9 - 20	\$1,050
21 - 40	\$950
41 +	\$900
8-Rack Unit of a Partial Cabinet	

Number of kWs	Total Fee Monthly
1	\$1,500
2	\$2,700
Cabinet Upgrade Fee	
Dedicated Cabinet	\$9,200 (\$4,600 for a User that submits a written order for a Cabinet Upgrade by January 31, 2014, provided that the Cabinet Upgrade becomes fully operational by March 31, 2014)
PNU Cabinet	monthly charge of \$360 per kW allocated to PNU Cabinet
Cage Fees	

2 – 14 Cabinets	\$5,000 initial charge plus \$2,700 monthly charge
15 – 28 Cabinets	\$10,000 initial charge plus \$4,100 monthly charge
29+ Cabinets	\$15,000 initial charge plus \$5,500 monthly charge

Type of Service	Description	Amount of Charge
LCN Access	1 GB Circuit	\$6,000 per connection initial charge plus \$5,000 monthly per connection
LCN Access	10 GB Circuit	\$10,000 per connection initial charge plus \$12,000 monthly per connection. A User that purchases 5 10 GB LCN Circuits will receive the 6th 10 GB LCN Circuit without an additional monthly charge
LCN Access	10 GB LX Circuit	\$15,000 per connection initial charge plus \$20,000 monthly per connection.
LCN Access	40 GB Circuit	\$15,000 per connection initial charge plus \$20,000 monthly per connection.

LCN CSP Access	10 GB Circuit	\$10,000 per connection initial charge plus \$5,000 monthly per connection
CSP Subscriber		\$950 per LCN CSP initial charge plus \$300 monthly per LCN CSP
Bundled Network Access, Option 1 (2 LCN connections, 2 SFTI connections, and 2 optic connections to outside access center)	1 GB Bundle	\$25,000 initial charge plus \$13,000 monthly charge
	10 GB Bundle	\$50,000 initial charge plus \$47,000 monthly charge
Bundled Network Access, Option 2 (2 LCN Connections, 2 SFTI connections, and 2 optic connections in data center)	10 GB Bundle	\$50,000 initial charge plus \$61,500 monthly charge
Hosting Fee		\$500 monthly charge per Hosted User
Data Center Fiber Cross Connect	Furnish and install 1 cross connect between cabinets within the data center.	\$500 initial charge plus \$500 monthly charge
	Furnish and install bundle of 6 cross connects between cabinets within the data center.	\$500 initial charge plus \$1,500 monthly charge
	Furnish and install bundle of 12 cross connects between cabinets within the data center.	\$500 initial charge plus \$2,500 monthly charge
	Furnish and install bundle of 18 cross connects between cabinets within the data center.	\$500 initial charge plus \$3,200 monthly charge
	Furnish and install bundle of 24 cross connects between cabinets within the data center.	\$500 initial charge plus \$3,900 monthly charge

Expedite Fee	Expedited installation/completion of a User's co-location service	\$4,000 per request
Change Fee	Change to a co-location service that has already been installed/completed for a User	\$950 per request
Initial Install Services (Required per cabinet)	Dedicated Cabinet: Includes initial racking of equipment in cabinet and provision of cables (4 hrs).	\$800 per dedicated cabinet
	Partial Cabinet: Includes initial racking of equipment in cabinet and provision of cables (2 hrs).	\$400 per eight-rack unit in a partial cabinet
Hot Hands Service	Allows Users to use on-site data center personnel to maintain User equipment, support network troubleshooting, rack and stack, power recycling, and install and document cable.	\$100 per half hour
Shipping and Receiving	Receipt of one shipment of goods at data center from User/supplier. Includes coordination of shipping and receiving.	\$100 per shipment
Badge Request	Request for provision of a permanent data center site access badge for a User representative.	\$50 per badge
External Cabinet Cable Tray	Engineer, furnish and install Rittal 5"H x 12"W cable tray on cabinet.	\$400 per tray
Custom External Cabinet Cable Tray	Engineer, furnish and install 4" H x 24" W custom basket cable tray above client's cabinet rows.	\$100 per linear foot

<p>Visitor Security Escort</p>	<p>NYSE employee escort, which is required during User visits to the data center. (Note: all User representatives are required to have a visitor security escort during visits to the data center, including User representatives who have a permanent data center site access badge.)</p>	<p>\$75 per hour</p>
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Section VI. Report Fees

A. Option Reports. The following reports are available to participants.

<p>Report Type</p>	<p>Fee</p>
<p>User Activity Extract or Batch Extract</p>	<p>\$0.002 per trade plus setup and development costs</p>
<p>Online Data Extract</p>	<p>\$500 per month</p>
<p>Specialized Report, Processing and/or Printing</p>	<p>Development and production costs</p>

Section VII. Regulatory Fees

A. Options Regulatory Fee (“ORF”). The ORF will be assessed on each ATP Holder for all options transactions, including Mini Options, executed or cleared by the ATP Holder that are cleared by the OCC in the customer range regardless of the exchange on which the transaction occurs. The fee is collected indirectly from ATP Holders through

their clearing firms by the OCC on behalf of NYSE Amex. Effective December 1, 2012, an ATP Holder shall not be assessed the fee until it has satisfied applicable technological requirements necessary to commence operations on NYSE Amex. The Exchange may only increase or decrease the ORF semi-annually, and any such fee change will be effective on the first business day of February or August. The Exchange will notify participants via a Trader Update of any change in the amount of the fee at least 30 calendar days prior to the effective date of the change.

Effective Date	Rate Per Contract
February 3, 2014	\$0.0055

B. Other Regulatory Fees. Other Regulatory Fees are described in the table below.

Description	Fee
Options Orientation/Examination Fee	\$500 (includes investigation and fingerprinting fees)
Designated Examining Authority Fee	\$.00040 per dollar of gross revenue as reported on quarterly or annual FOCUS Report Form X-17A-5 (or replacement Form). Fee is subject to a monthly minimum of \$1,000 for clearing firms and \$275 for non-clearing firms. Excludes commodity commission revenue.
Application Resulting in Statutory Disqualification Proceedings	\$2,000
Annual Regulatory Training Program for Floor Personnel	\$60 per person
CRD Fees	
All Regulatory Element Programs except the S501 Regulatory Element Program	\$100
S501 Regulatory Element Program	\$60
Series 56 Examination	\$195

CRD Fees For ATP Holders Who Are Not FINRA Members	
Each initial Form U4 filed for the registration of a representative or principal	\$100
Additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification of one or more disclosure events or proceedings	\$110
Processing and posting to the CRD system each set of fingerprints submitted electronically to FINRA, plus any other charge that may be imposed by the U.S. Department of Justice for processing each set of fingerprints	\$15
Processing and posting to the CRD system each set of fingerprint cards submitted in non-electronic format to FINRA, plus any other charge that may be imposed by the U.S. Department of Justice for processing each set of fingerprints	\$30
Processing and posting to the CRD system each set of fingerprint results and identifying information that have been processed through another self-regulatory organization and submitted to FINRA	\$30
System processing for each registered representative and principal	\$45 annually

Section VIII. Service Fees

A. Post-Trade Adjustments. For Post-Trade Adjustments that do not affect the contractual terms of a trade, the Service Fee would only apply when the Exchange performs Post-Trade Adjustments on behalf of ATP Holders when such Post-Trade Adjustments could otherwise have been self-executed. ATP Holders may continue to make these Post-Trade Adjustments on their own without incurring the Service Fee.

Description	Fee or Charge
Post-Trade Adjustments December 1, 2014 to February 28, 2015	\$1.00 per trade adjusted
Post-Trade Adjustments after February 28, 2015	\$5.00 per trade adjusted ¹

¹ Only one \$5.00 fee will apply to each trade, even if multiple Post-Trade Adjustments are made in connection with a trade