

Note: Proposed new language is underlined. Proposed deletions are enclosed in brackets.

BATS BZX Exchange Fee Schedule
 Effective [September 2]October 6, 2014

The following is the Schedule of Fees (pursuant to Rule 15.1(a) and (c)) for BATS Exchange, Inc. (“BZX Exchange” or “BZX”). The Schedule of Fees is divided into Equities Pricing, Options Pricing and Physical Connection Charges.

Options Pricing:

Standard Best Execution Routing or Destination Specific Routing (“BATS Options+”)

Charge per contract for contracts executed using “CYCLE”, “RECYCLE”, “Parallel D”, “Parallel 2D”, or BATS Options+ routing:

		Customer	Professional/ Firm/Market Maker
Mini Options (All Markets)		\$0. <u>[10]</u> <u>12</u>	\$0. <u>[10]</u> <u>12</u>
BOX		\$0.00	\$0. <u>[57]</u> <u>65</u>
AMEX CBOE MIAX	BX Options (Penny Pilot Securities) ISE (Non-Penny Pilot Securities)	\$0. <u>[11]</u> <u>12</u>	\$0. <u>[60]</u> <u>65</u>
[PHLX (Classic issues) ⁶] [PHLX (Make/Take issues) ⁶]		[\$0.45]	[\$0.65]
ARCA (Penny Pilot Securities) NOM (Penny Pilot Securities) ISE (Penny Pilot Securities) ISE Gemini (Penny Pilot Securities) <u>PHLX (Classic issues)⁶</u> <u>PHLX (Make/Take issues)⁶</u>		\$0.52	\$0. <u>[57]</u> <u>65</u>
BX Options (Non-Penny Pilot Securities) C2		\$0.00	\$0.95
NOM (Non-Penny Pilot Securities) ARCA (Non-Penny Pilot Securities)		\$0.90	\$0.95

ISE Gemini (Non-Penny Pilot Securities)		
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Directed ISO Fee

\$0.[60]65 charge per contract for orders executed at Member directed destinations when bypassing the BATS Options order book, other than as set forth below
