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

BATS BYX Exchange Fee Schedule Effective July 1, 2013

The following is the Schedule of Fees (pursuant to Rule 15.1(a) and (c)) for BATS Y-Exchange, Inc. ("BYX Exchange" or "BYX"). All references to "per share" mean "per share executed."

* * *

Logical Port Fees⁵

- \$400.00 per month per logical port other than a Multicast PITCH Spin Server Port or GRP Port
- Multicast PITCH customers: \$400 per set of [32 free] primary (A or C feed) Multicast PITCH Spin Server Ports[,] and[, if such ports are used, one free] \$400 per primary (A or C feed) GRP Port[; \$400.00 per month per additional set of 32 primary Multicast PITCH Spin Server Ports or additional primary GRP Port]⁶

* * *

⁵ Logical port fees are limited to logical ports within the primary data center. No logical port fees will be assessed for redundant secondary data center ports.

⁶ Multicast PITCH is available through one of two primary feeds, either the A or C feed. All secondary feed Multicast PITCH Spin Server and GRP Ports are provided for redundancy at no additional cost.