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

BATS BYX Exchange Fee Schedule Effective [October 1]<u>November 1</u>, 2013

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

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TRIM Routing Strategy

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- TRIM orders executed at BZX Exchange: \$[0.0029]0.0030 charge per share

SLIM Routing Strategy

- SLIM orders executed at BZX Exchange: \$[0.0029]0.0030 charge per share

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