

Additions underlined  
Deletions [bracketed]

**NYSE Arca Equities**

**FEES AND CHARGES**

**Effective Date: [May]June 1, 2023**

**NYSE ARCA MARKETPLACE: TRADE RELATED FEES AND CREDITS<sup>1</sup>**

EXCHANGE TRANSACTIONS

ETP HOLDERS AND MARKET MAKERS<sup>2</sup>

Round Lots and Odd Lots (Per Share Price \$1.00 or Above and Per Share Price Below \$1.00)

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**VII. Tier Rates - Round Lots and Odd Lots (Per Share Price \$1.00 or Above):**

\* \* \* \* \*

**Step Up Tiers**

Step Up Tiers							
	Minimum Requirement			Credit for Adding Displayed Liquidity			
Tier	Adding ADV of CADV	Removing ADV of CADV	Adding Increase of CADV	Adding Increase Baseline	Tape A	Tape B	Tape C
[Step Up Tier 1]	[0.22%]		[0.06%]	[May 2018]	[((\$0.0028)]	[((\$0.0022)]	[((\$0.0028)]
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**NYSE ARCA MARKETPLACE: OTHER FEES AND CHARGES**

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**RATIO THRESHOLD FEES**

*Ratio Threshold for Priority 2 - Display Orders (“RT - Display Fee”)*

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*Ratio Threshold for Auction-Only Orders During the Period When Auction Imbalance Information is Being Disseminated for a Core Open Auction or Closing Auction (“RT - Auction Fee”)*

For Auction-Only Orders, ETP Holders with an average daily number of orders of 10,000 or more are charged an RT - Auction Fee on a monthly basis, as described below:

- The number of “Ratio Shares” is the average daily number of shares of Auction-Only Orders that are cancelled by the ETP Holder at a disproportionate ratio to the average daily number of shares executed by that ETP Holder. Orders ranked Priority 2 - Display Orders designated for the Core Trading Session only that are entered during the period when Auction Imbalance Information for the Core Open Auction is being disseminated are included in the Ratio Shares calculation. All orders entered by an ETP Holder for securities in which it is registered as a Lead Market Maker are not included in the calculation of Ratio Shares.
- The “Ratio Shares Threshold” is an ETP Holder’s Ratio Shares divided by the average daily executed shares by the ETP Holder.

A Ratio Shares Threshold less than [50]25	No Charge
A Ratio Shares Threshold greater than or equal to [50]25	<p>ETP Holders with an average of fewer than [20]10 million Ratio Shares per day:</p> <ul style="list-style-type: none"> <li>• No Charge</li> </ul> <p>ETP Holders with an average of [20]10 million to [200]100 million Ratio Shares per day:</p> <ul style="list-style-type: none"> <li>• \$[1]5.00 per million Ratio Shares</li> </ul> <p>ETP Holders with an average of more than [200]100 million Ratio Shares per day:</p>

	<ul style="list-style-type: none"><li>• \$[10]<u>15</u>.00 per million Ratio Share</li></ul>
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ETP Holders will be charged for the entirety of their Ratio Shares at a rate of \$[1]5.00 per million Ratio Shares if the ETP Holder has an average of [20]10 million to [200]100 million Ratio Shares; and \$[10]15.00 per million Ratio Shares if the ETP Holder has an average of more than [200]100 million Ratio Shares.

The combined RT - Display Fee and RT - Auction Fee for an ETP Holder is capped at \$[2]1,000,000 per month.

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