



Information Circular 09-143

Date: September 15, 2009

To: Members of BATS Exchange, Inc. ("BATS Exchange" or the "Exchange")

From: Tamara Schademann, Secretary

Re: Notice of Annual Meeting and Nominee for Member Representative Director Position of BATS Exchange's Board of Directors

Pursuant to the Amended and Restated By-Laws of BATS Exchange ("Exchange By-Laws"), certain positions on the BATS Exchange Board of Directors ("Board") may only be held by officers, directors, employees or agents of BATS Exchange Members that do not also maintain an ownership interest, directly or indirectly, in BATS Exchange. The individuals holding these positions on the Board are known as "Member Representative Directors."

The Exchange's annual meeting of stockholders, to be held for the purpose of electing directors, has been scheduled for November 17, 2009. In addition to other Directors, one (1) Member Representative Director will be elected at that meeting. Pursuant to Article III, Section 4(c) of the Exchange By-Laws, the Exchange's Member Nominating Committee has submitted the name of the following individual as the nominee to be elected to the Member Representative Director position.

James P. Selway III. Mr. Selway is Chairman and Managing Director of White Cap Trading, LLC ("White Cap"), a BATS Exchange Member. Before forming White Cap, Mr. Selway held various positions in the industry, including serving as Chief Economist of Archipelago Holdings, L.L.C. Mr. Selway is also currently serving as a Member Representative Director on the board of the Exchange.

This nominee has been reported to the Exchange's Nominating Committee and to the Exchange's Secretary. In accordance with the Exchange By-Laws, with this Circular, Members of the Exchange are being notified of the nominee. Members of the Exchange may petition to have other candidates considered for election to the Board. **For a petition to be considered valid under the Exchange By-Laws, such petition must be signed by Executive Representatives of 10% or more of the Exchange's Members and must be received by the Exchange by no later than October 13, 2009.** In addition, petitions must be accompanied by a questionnaire that provides information regarding the potential candidate – blank questionnaires may be obtained from Tamara Schademann (contact information below). If one or more valid petitions are received, then Exchange Members will be notified of all candidates for Member Representative Director (including petition candidates and the nominee listed above) and will be entitled to vote on such candidates in an election held prior to the annual meeting of the Exchange's shareholders.

Please note that only current BATS Exchange Members are eligible to petition for additional candidates to be considered for election to the Board as Member Representative Directors, or to vote on candidates to the extent any valid petitions are received.

Please provide any completed petitions, along with a completed questionnaire for the candidate, to the Member Nominating Committee, c/o Tamara Schademann, BATS Exchange, Inc., 8050 Marshall Drive, Suite 120, Lenexa, Kansas 66214.

Questions regarding this Circular may be directed to Tamara Schademann at the above address, or by phone (913.815.7113) or email (tami@batstrading.com).