

**Partial Amendment No. 2 to SR-BATS-2015-124**

BATS Exchange, Inc. (the “Exchange” or “BATS”) is filing this Partial Amendment No. 2 to SR-BATS-2015-124, which was originally submitted on December 30, 2015 and subsequently amended and replaced in its entirety by Amendment No. 1 (the “Proposal”), which was originally submitted on February 10, 2016. Pursuant to the Proposal, the Exchange proposed a rule change in order to list and trade shares of the REX VolMAXX™ Long VIX Weekly Futures Strategy ETF and the REX VolMAXX™ Inverse VIX Weekly Futures Strategy ETF of the Exchange Traded Concepts Trust under BATS Rule 14.11(i). This Partial Amendment No. 2 proposes to make a clarifying change by adding one sentence to a footnote that appears four places within the Filing. The Exchange believes that this proposed change is a clarifying change, as further described below, and is consistent with the act in that it would further clarify the proposal and eliminate potential confusion.

The Exchange is proposing to add the sentence below after the existing text in each of footnotes 9 and 25 in both the Form 19b-4 Information and the Exhibit 1 of the Proposal:

While the Funds may invest in inverse investment company securities, the Funds will not invest in leveraged (e.g., 2X, -2X, 3X or -3X) investment company securities.

As noted above, the Exchange believes that the proposed change represents a clarifying change designed to ensure that the language in the proposal is as clear as possible.

