Required fields are shown with yellow backgrounds and asterisks.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
Form 19b-4

Page 1 of * 46

File No. * SR 2022 - * 034

Amendment No. (req. for Amendments *)

Filing by   Cboe Exchange, Inc.

Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

Initial * ✓	Amendment * ☐	Withdrawal ☐

Section 19(b)(2) * ☐	Section 19(b)(3)(A) * ✓	Section 19(b)(3)(B) * ☐

Pilot ☐	Extension of Time Period for Commission Action * ☐

Date Expires *

Rule

☐ 19b-4(f)(1)	☐ 19b-4(f)(4)
✓ 19b-4(f)(2)	☐ 19b-4(f)(5)
☐ 19b-4(f)(3)	☐ 19b-4(f)(6)

Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010

Section 806(e)(1) * ☐

Section 806(e)(2) * ☐

Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934
Section 3C(b)(2) * ☐

Exhibit 2 Sent As Paper Document ☐

Exhibit 3 Sent As Paper Document ☐

Description

Provide a brief description of the action (limit 250 characters, required when Initial is checked *).

The Exchange proposes to update its Fees Schedule in connection with its plans to list and trade FLexible EXchange index options with an index multiplier of one.

Contact Information

Provide the name, telephone number, and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the action.

First Name *	Corinne	Last Name *	Klott

Title *   Assistant General Counsel

E-mail *   cklott@cboe.com

Telephone *	(312) 786-7793	Fax	

Signature

Pursuant to the requirements of the Securities Exchange of 1934,   Cboe Exchange, Inc.
has duty caused this filing to be signed on its behalf by the undersigned thereunto duty authorized.

Date	06/30/2022

(Title *)

By	Laura G. Dickman

VP, Associate General Counsel

(Name *)

NOTE: Clicking the signature block at right will initiate digitally signing the form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.

Laura Dickman   Date: 2022.06.30
13:55:15 -05'00'

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFS website.

Form 19b-4 Information *			The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.
Add	Remove	View	
22-034 (FLEX Micro Fees - refile 3) 19			

Exhibit 1 - Notice of Proposed Rule Change *			The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)
Add	Remove	View	
22-034 (FLEX Micro Fees) Exhibit 1.d			

Exhibit 1A - Notice of Proposed Rule Change, Security-Based Swap Submission, or Advanced Notice by Clearing Agencies *			The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)
Add	Remove	View	

Exhibit 2- Notices, Written Comments, Transcripts, Other Communications			Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.
Add	Remove	View	
			☐ Exhibit Sent As Paper Document

Exhibit 3 - Form, Report, or Questionnaire			Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.
Add	Remove	View	
			☐ Exhibit Sent As Paper Document

Exhibit 4 - Marked Copies			The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.
Add	Remove	View	

Exhibit 5 - Proposed Rule Text			The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change
Add	Remove	View	
22-034 FLEX Micro Fees) Refile Exhib			

Partial Amendment			If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.
Add	Remove	View	

1.   Text of the Proposed Rule Change

(a)   Cboe Exchange, Inc. (the "Exchange" or "Cboe Options") proposes to update its Fees Schedule in connection with the Exchange's plans to list and trade FLexible EXchange ("FLEX") index options with an index multiplier of one ("FLEX Micro Options"). The text of the proposed rule change is attached as Exhibit 5.

(b)   Not applicable.

(c)   Not applicable.

2.   Procedures of the Self-Regulatory Organization

(a)   The Exchange's President (or designee) pursuant to delegated authority approved the proposed rule change on June 27, 2022.

(b)   Please refer questions and comments on the proposed rule change to Patrick Sexton, Executive Vice President, General Counsel, and Corporate Secretary, (312) 786-7467, or Corinne Klott (312) 786-7793, Cboe Exchange, Inc., 433 West Van Buren Street, Chicago, Illinois 60607.

3.   Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change.

(a)   Purpose

The Exchange proposes to amend its Fees Schedule in connection with its plans to list and trade FLEX Micro Options.[1]

By way of background, the Exchange has adopted rules to accommodate the listing and trading of certain FLexible EXchange ("FLEX") index options with an index

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[1]   The Exchange initially filed the proposed fee changes on June 27, 2022 (SR-CBOE-2022-031). On June 28, 2022, the Exchange withdrew that filing and submitted SR-CBOE-2022-033. On June 30, 2022 the Exchange withdrew that filing and submitting this filing.

multiplier of one ("FLEX Micro Options") rather than the conventional 100. FLEX Micro Options will be available on the following indices effective June 27, 2022: S&P 500, Russell 2000 (RUT), Dow Jones Industrial Average (DJX), MSCI Emerging Markets (MXEF), and MSCI EAF (MXEA). The Exchange believes FLEX Micro Options will expand investors' choices and flexibility by listing and trading FLEX options on larger-valued broad-based indexes, which provide investors with the ability to gain exposure to the market, with a notional value of 1/100th of the value of currently available FLEX Index Options. The Exchange believes the additional granularity provided by FLEX Micro Options with respect to the prices at which investors may execute and exercise index options on the Exchange will appeal to institutional investors by providing them with an additional exchange-traded tool to manage the positions and associated risk in their portfolios more precisely based on notional value, which currently may equal a fraction of a standard contract. The Exchange now proposes to amend its Fees Schedule to accommodate the planned listing and trading of FLEX Micro options.

Standard Transaction Rates

First, the Exchange proposes to adopt certain standard transaction fees in connection with FLEX Micro Options. Specifically, the proposed rule change adopts certain fees for FLEX Micro Options in the "Rate Table for All Products Excluding Underlying Symbol A"[2]. The Exchange notes that the proposed standard transaction fees in connection with FLEX Micros Options are lower-priced than standard FLEX options on the corresponding indices given their multiplier of one (as compared to 100 for

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[2] Underlying Symbol List A currently includes OEX, XEO, RUT, RLG, RLV, RUI, UKXM, SPX (includes SPXW), SPESG and VIX. See Cboe Options Fees Schedule, Footnote 34.

standard FLEX options). Indeed, the proposed transaction fees are generally near, or approximately, 1/100th of the fees currently assessed for the corresponding standard FLEX options (inclusive of the Execution Surcharge, License Surcharges and FLEX Surcharges, as applicable). The proposed fees are as follows:

RUT FLEX Micro Options

- Adopts fee code GA, appended to all (i) Customer (capacity "C"), (ii) Market-Maker (capacity "M"), and (iii) Clearing Trading Permit Holders ("TPHs") (capacity "F") and Non-Clearing TPH Affiliates (capacity "L")(collectively, "Firms") orders in RUT FLEX Micro Options and assesses a fee of $0.009 per contract.

- Adopts fee code GB, appended to all Broker-Dealers (capacity "B"), Joint Back-Offices (capacity "J"), Non-Trading Permit Holder Market-Makers (capacity "N"), and Professionals (capacity "U") (collectively, "Non-Customers") manual and AIM (Agency/Primary and Contra) orders in RUT FLEX Micro Options and assesses a fee of $0.009 per contract.; and

- Adopts fee code GC, which is appended to all Non-Customer electronic orders in RUT FLEX Micro Options and assesses a fee of $0.012 per contract.

SPX FLEX Micro Options

- Adopts fee code GE, appended to all (i) Customer and (ii) Firm orders in SPX FLEX Micro Options and assesses a fee of $0.008 per contract;

- Adopts fee code GF, appended to all Market-Maker orders in SPX FLEX Micro Options and assesses a fee of $0.006 per contract; and

- Adopts fee code GD, which is appended to all appended to all Non-Customer orders in SPX FLEX Micro Options and assesses a fee of $0.009 per contract.

MXEA and MXEF FLEX Micro Options

- Adopts fee code GG, appended to all Customer orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.004 per contract;

- Adopts fee code GI, appended to all (i) Firm and (ii) Non-Customer electronic orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.010 per contract;

- Adopts fee code GH, appended to all Market-Maker manual, electronic and AIM Agency/Primary orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GK, appended to all (i) Firm and (ii) Non-Customer manual and AIM Agency/Primary orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GL, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Contra orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.003 per contract; and

- Adopts fee code GN, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Response orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.013 per contract.

DJX FLEX Micro Options

- Adopts fee code GG, appended to all Customer orders in DJX FLEX Micro Options and assesses a fee of $0.004 per contract;

- Adopts fee code GJ, appended to all (i) Firm and (ii) Non-Customer electronic orders in DJX FLEX Micro Options and assesses a fee of $0.007 per contract;

- Adopts fee code GH, appended to all Market-Maker manual, electronic and AIM Agency/Primary orders in DJX FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GK, appended to all (i) Firm and (ii) Non-Customer manual and AIM Agency/Primary orders in DJX FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GL, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Contra orders in DJX FLEX Micro Options and assesses a fee of $0.003 per contract; and

- Adopts fee code GM, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Response orders in DJX FLEX Micro Options and assesses a fee of $0.007 per contract.

Surcharges

The Exchange does not propose to apply any current surcharges to FLEX Micro options.[3] Particularly, the Exchange proposes to exclude FLEX Micro Options from the surcharges set forth in the Rate Table for All Products Excluding Underlying Symbol List A (i.e., the Complex Surcharge Fee, the Surcharge Fee Index License and the FLEX Surcharge Fee). The Exchange proposes to amend corresponding footnotes 35, 14, and

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[3]   The Exchange notes the Trading Processing Services Fee, which is currently assessed a rate of $0.0025 per contract side, will apply to FLEX Micro Options.

17, respectively, to make clear FLEX Micro Options transactions are excluded from these surcharges.

<u>Fee Programs</u>

The Exchange proposes to exclude FLEX Micro Options from all pricing programs. The Exchange notes that because FLEX Micro Options are all options on broad-based indices, the majority of the proposed changes amend the Fees Schedule in connection with trading in FLEX Micro Options in a manner that is generally consistent with the way in which many existing fee programs currently do not apply to trading standard options on those same indices. Additionally, the Exchange notes that the majority of the proposed changes also amend the Fees Schedule in a manner that is generally consistent with the way in which existing fee programs currently do not apply to trading in another options product that has an index multiplier of one and thus a smaller notional value (i.e., NANOS[4]).

First, the Exchange proposes to adopt footnote 33 (and append to fee tables as applicable and needed) to make clear that FLEX Micro Options volume will be excluded from the following programs[5]: (i) SPX/SPXW and SPESG Liquidity Provider Sliding

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[4]   NANOS options are options on the Mini-S&P 500 ("XSP") Index (the value of which is 1/10th the value of the S&P 500 ("SPX") Index) that have an index multiplier of one.

[5]   The Exchange proposes to eliminate the current language under footnote 33 relating to billing information for October 2019, as it is no longer relevant or needed, and replace it with the proposed new language. Footnote 33 is already appended to the following tables in the Fees Schedule: SPX/SPXW and SPESG Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale Adjustment Table, Volume Incentive Program, Affiliate Volume Plan, Clearing Trading Permit Holder Proprietary Products Sliding Scale, Clearing Trading Permit Holder VIX Sliding Scale, and Select Customer Options Reduction ("SCORe") Program. The Exchange is maintaining the appended

Scale, which offers credits on Market-Maker orders where a Market-Maker achieves certain volume thresholds based on Market-Maker volume in SPX, SPXW and SPESG, (ii) the Liquidity Provider Sliding Scale, which offers credits on Market-Maker orders where a Market-Maker achieves certain volume thresholds based on total national Market-Maker volume in all underlying symbols, excluding Underlying Symbol List A, MRUT, NANOS and XSP during the calendar month, (iii) the Liquidity Provider Sliding Scale Adjustment Table, which provides that Taker fees be applied to electronic "Taker" volume and a Maker rebate be applied to electronic "Maker" volume, in addition to the transaction fees assessed under the Liquidity Provider Sliding Scale, (iv) the Volume Incentive Program ("VIP"), which offers a per contract credit for certain percentage threshold levels of monthly Customer volume in all underlying symbols, excluding Underlying Symbol List A, Sector Indexes, DJX, MRUT, MXEA, MXEF, NANOS and XSP, (v) Break-Up Credits, which provides credits to orders executed in AIM, SAM, FLEX AIM, and FLEX SAM to all products except Underlying Symbol List A, Sector Indexes, DJX, MRUT, MXEA, MXEF, NANOS and XSP, (vi) Marketing Fee, which is assessed on transactions of Market-Makers resulting from Customer orders in all products except Sector Indexes, DJX, MRUT, MXEA, MXEF and Underlying Symbol

references to footnote 33 in each of these tables, other than the Clearing Trading Permit Holder VIX Sliding Scale, as footnote 33 will continue to be applicable to the programs as such programs will be listed in proposed footnote 33 as a program where FLEX Micro options is excluded. Because the Exchange is not offering a VIX FLEX Micro Option product at this time, the Clearing Trading Permit Holder VIX Sliding Scale is not applicable and the Exchange therefore proposes to eliminate the current reference to footnote 33 that currently is appended to that table.

List A[6], (vii) the Cboe Options Clearing Trading Permit Holder Proprietary Products Sliding Scale, which provides transaction fees for Firms in Underlying Symbol List A will be reduced provided a Firm reaches certain average daily volume ("ADV") thresholds, (vii), Clearing TPH Fee Cap, which provides a cap on Firm transaction fees, (viii), Select Customer Options Reduction ("SCORe") Program, which is a discount program for Retail, Customer volume in SPX, SPXW, VIX, RUT, MXEA, and MXEF[7], (ix) Customer Large Trade Discount, which provides a discount in the form of a cap on transaction fees for certain Customer executions, (x) Market-Maker Tier Appointment Fees, which assesses per permit surcharges if Market-Makers meet certain volume thresholds in SPX/SPX, VIX and RUT, respectively, (xi) Floor Broker Trading Surcharge, which assesses a surcharge to Floor Brokers if they execute a certain threshold in SPX/SPXW and VIX volume, respectively, (xii) Floor Broker Sliding Scale Rebate Program, offers rebates for Firm Facilitated and non-Firm Facilitated orders that correspond to certain volume tiers and is designed to incentivize order flow in multiply-listed options to the Exchange's trading floor, (xiii) Floor Broker ADV Discount, which provides Floor Brokers rebates on their Trading Permit fees based on ADV thresholds, (xiv) Floor Brokerage Fees, which provides discounted rates to executing brokers for cross and non-crossed orders in OEX, XEO, RUT, RLG, RLV, RUI, UKXM,

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[6]   The Exchange notes that the Marketing Fee already excludes all FLEX Options. See Cboe Options Fees Schedule, Marketing Fee Table. The Exchange still proposes to append proposed footnote 33 to the Marketing Fee Table for further clarity as to applicability of the exclusion for FLEX Micros Options.

[7]   The Exchange notes that the SCORe program already excludes all FLEX Options. See Cboe Options Fees Schedule, SCORe Table. The Exchange still proposes maintain footnote 33, which is currently appended to the SCORe Table, for further clarity as to applicability of the exclusion for FLEX Micros Options.

SPX/SPXW, SPESG and VIX, (xv) Floor Brokerage Fees Discount Scale, which provides Floor Brokers opportunity to receive discounts on fees for orders in OEX, XEO, RUT, SPX, SPXW, SPESG, VIX based on meeting certain volume thresholds, (xvi) GTH Executing Agent Subsidy Program which provides designated GTH executing agents a monthly subsidy based on GTH monthly Customer volume thresholds, (xvii) Order Router Subsidy Program and Complex Order Router Subsidy Program, which provides that Participating TPHs or Participating Non-Cboe TPHs may receive a payment from the Exchange for every executed contract routed to the Exchange through their system in certain classes and (xviii) Frequent Trader Program, which provides an opportunity for customer orders to receive rebates based on meeting different volume thresholds in SPX/SPXW, VIX and RUT.

The Exchange also proposes to update footnote 6, which is appended to the Liquidity Provider Sliding Scale Program, Liquidity Provider Sliding Scale Adjustment Table, Affiliate Volume Plan, VIP, SCORe and the ORS/CORS Programs and footnote 36 which is appended to VIP. Specifically, current footnotes 6 and 36 provides that in the event of a Cboe Options System outage or other interruption of electronic trading on Cboe Options that lasts longer than 60 minutes, the Exchange will adjust the national volume in all underlying symbols excluding Underlying Symbol List A, Sector Indexes, MRUT, MXEA, MXEF, NANOS, DJX, and XSP for the entire trading day. The Exchange proposes to add FLEX Micro Options to the exclusion list.

The Exchange also proposes to clarify in footnote 11, that for facilitation orders (other than Sector Indexes (47), FLEX Micros and Underlying Symbol List A (34)) executed in open outcry, Cboe Options will assess no Clearing Trading Permit Holder

Proprietary transaction fees, as proposed fee codes for Firm orders in FLEX Micro transactions will supersede facilitation fee codes (currently FF or FI) for any facilitation orders in FLEX Micro Options.

The Exchange notes that a few of the programs listed above in which FLEX Micros will be excluded also exclude and enumerate other products in the respective program's table header, notes section and/or corresponding footnote. Where such exclusions are listed, the Exchange proposes to add references to FLEX Micros to make clear that, as discussed above and as will be reflected in proposed 33, FLEX Micros are also excluded from the applicable program. Accordingly, the Exchange proposes to add a reference to FLEX Micros to the exclusion lists set forth in each of the following respective program table headers, notes sections and/or footnotes: Liquidity Provider Sliding Scale notes section, VIP header, Break-Up Credits header, Marketing Fee notes section, Floor Broker Sliding Scale Rebate Program notes section, ORS and CORS notes sections, footnote 10, footnote 11, footnote 22, footnote 29, footnote 30, and footnote 36.

Clarifying Changes

The Exchange lastly proposes to amend footnotes 18, 19 and 20 of the Fees Schedule. The foregoing footnotes describe the AIM Contra Execution Fee, the AIM Agency/Primary Fee and the AIM Responder Fee, respectively. The Exchange proposes to revise the current language in each footnote to make clear that applicable standard transaction fees apply for all orders executed in the Automated Improvement Mechanism ("AIM"), Solicitation Auction Mechanism ("SAM"), FLEX AIM and FLEX SAM auctions (that were initially entered as (i) the contra party to an Agency/Primary Order, (ii) the Agency/Primary Order, or (iii) an AIM Response, respectively) unless otherwise

indicated in the Rate Tables. The Exchange does not believe it is necessary to list the applicable products or exclusions in the footnotes, as the Rate Tables in the Fees Schedule already detail what fee codes and corresponding fees apply for each of these transactions for each capacity and product. The Exchange believes the proposed change eliminates unnecessary redundancy and eliminates potential confusion.

(b)   Statutory Basis

The Exchange believes that the proposed rule change is consistent with the objectives of Section 6 of the Act,[8] in general, and furthers the objectives of Section 6(b)(4),[9] in particular, as it is designed to provide for the equitable allocation of reasonable dues, fees and other charges among its Members and issuers and other persons using its facilities. The Exchange also believes that the proposed rule change is consistent with the objectives of Section 6(b)(5)[10] requirements that the rules of an exchange be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in regulating, clearing, settling, processing information with respect to, and facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system, and, in general, to protect investors and the public interest, and, particularly, is not designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

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[8]   15 U.S.C. 78f.

[9]   15 U.S.C. 78f(b)(4).

[10]   15 U.S.C. 78f.(b)(5).

The Exchange believes that the proposed amendments to the Fees Schedule in connection with standard transaction rates for FLEX Micro Options transactions are reasonable, equitable and not unfairly discriminatory. Specifically, the Exchange believes that it is reasonable to assess fees for Customer, Market-Maker, Firm and Non-Customer orders in FLEX Micro Options that are less than those fees for transactions in the corresponding standard RUT, SPX, MXEF, MXEA and DJX FLEX options (all of which overly the same respective indices as the proposed FLEX Micro Options) because FLEX Micro Options have a smaller notional value given their multiplier of one. Moreover, the Exchange believes the proposed transaction fees are reasonable as such fees reflect approximately 1/100th of the transaction fees (inclusive of surcharges) assessed for the corresponding transactions in standard RUT, SPX, MXEF, MXEA and DJX FLEX options, which as discussed have a multiplier of 100 instead of one like FLEX Micro Options. The Exchange believes its reasonable to exclude FLEX Micro Options from additional surcharges as TPHs will not be subject to such surcharges.

The Exchange believes the proposed standard transaction rates and exclusion from certain surcharges are equitable and not unfairly discriminatory because they will apply automatically and uniformly to all capacities as applicable (i.e., Customer, Market-Make, Firm and Non-Customer), in FLEX Micro Options. The Exchange also notes that with respect to lower transaction rates for Customer transactions in certain FLEX Micro Options, there is a history in the options markets of providing preferential treatment to customers and customer order flow attracts additional liquidity to the Exchange, providing market participants with more trading opportunities and signaling an increase in Market-Maker activity, which facilitates tighter spreads. This may cause an additional

corresponding increase in order flow from other market participants, contributing overall towards a robust and well-balanced market ecosystem, particularly in a newly listed and traded product. The Exchange also believes that it is equitable and not unfairly discriminatory to propose lower transaction rates for certain Market-Maker and Firm orders in certain FLEX Micro Options because the Exchange recognizes that these market participants can provide key and distinct sources of liquidity, which is particularly important for a newly listed and traded options class on the Exchange. An increase in general market-making activity facilitates tighter spreads, which tend to signal additional corresponding increase in order flow from other market participants, ultimately incentivizing more overall order flow and improving liquidity levels and price transparency on the Exchange to the benefit of all market participants. Similarly, the Exchange also recognizes that Firms can be an important source of liquidity when they facilitate their own customers' trading activity, thus, adding transparency and promoting price discovery to the benefit of all market participants. The Exchange notes too that Market-Makers and Firms take on a number of obligations that other market participants do not have. For example, unlike other market participants, Market-Makers take on quoting obligations and other market making requirements and Firms must have higher capital requirements, clear trades for other market participants, and must be members of OCC. The Exchange also notes the proposal to not assess surcharges to FLEX Micro Options is equitable and not unfairly discriminatory as it applies to all market participants (i.e., no market participant will be subject to those surcharges).

The Exchange believes that the proposed updates to the Fees Schedule in connection with the application (or rather exclusion) of fee programs to transactions in

FLEX Micro Options are reasonable, equitable and not unfairly discriminatory. Particularly, the Exchange believes it is reasonable to exclude transactions in FLEX Micro Options from the: Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale Adjustment Table, Volume Incentive Program, Break-Up Credits, Affiliate Volume Plan, Clearing Trading Permit Holder Fee Cap, Floor Broker Sliding Scale Rebate Program, Program, and the ORS and CORS Programs in the same manner in which standard options on those same indices are excluded. The Exchange believes that excluding FLEX Micro Options transactions from certain fees programs is equitable and not unfairly discriminatory because the programs will equally not apply to, or exclude in the same manner, all market participants' orders in FLEX Micro Options. The Exchange believes it's reasonable, equitable and not unfairly discriminatory to exclude FLEX Micro transactions from the Marketing Fee and SCORe program as such programs similarly already exclude FLEX Options. Lastly, the Exchange believes it's reasonable equitable and not unfairly discriminatory to exclude FLEX Micro Options from the SPX/SPXW and SPESG Liquidity Provider Sliding Scale, Clearing Trading Permit Holder Proprietary Products Sliding Scale, Customer Large Trade Discount, Market-Maker Tier Appointment Fee thresholds, Floor Broker Trading Surcharge thresholds, Floor Broker ADV Discount, Floor Brokerage Fees Discount Scale, Floor Brokerage Fees, Frequent Trader, and the GTH Executing Agent Subsidy because the Exchange is not obligated to include any particular product in such pricing programs, and the exclusion applies to all market participants uniformly. Moreover, the Exchange notes that the proposed rule change does not alter any of the existing program rates or volume

calculations, but instead, merely proposes not to include transactions in FLEX Micro Options in those programs and volume calculations.

The Exchange lastly believes the proposed updates to footnotes 18, 19 and 20 of the Fees Schedule makes the footnotes easier to read, eliminates redundancy between the Rate Tables and the footnotes and alleviates potential confusion as to the applicability of AIM-related fees, thereby removing impediments to and perfecting the mechanism of a free and open market and a national market system, and, in general, protecting investors and the public interest.

4.   Self-Regulatory Organization's Statement on Burden on Competition

The Exchange believes the proposed amendments to its Fee Schedule will not impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. The Exchange does not believe that the proposed rule change will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act because the proposed FLEX Micro Options transaction fees for the separate types of market participants will be assessed automatically and uniformly to all similarly situated market participants. The Exchange again notes that there is a history in the options markets of providing preferential treatment to Customers, Market-Makers and Firms, as described above in the statutory basis section. Further, the proposed rule change will uniformly exclude all transactions in FLEX Micro Options from certain programs and fees/surcharges as it currently does for many of the Exchange's other proprietary products, including another product with a one multiplier (i.e., NANOS).

The Exchange does not believe that the proposed rule change will impose any burden on intermarket competition that is not necessary or appropriate in furtherance of

the purposes of the Act because the proposed rule changes apply only to products exclusively listed on the Exchange. Additionally, the Exchange notes it operates in a highly competitive market. In addition to Cboe Options, TPHs have numerous alternative venues that they may participate on and director their order flow, including 15 other options exchanges, as well as off-exchange venues, where competitive products are available for trading. Based on publicly available information, no single options exchange has more than 16% of the market share of executed volume of options trades.[11] Therefore, no exchange possesses significant pricing power in the execution of option order flow. Moreover, the Commission has repeatedly expressed its preference for competition over regulatory intervention in determining prices, products, and services in the securities markets. Specifically, in Regulation NMS, the Commission highlighted the importance of market forces in determining prices and SRO revenues and, also, recognized that current regulation of the market system "has been remarkably successful in promoting market competition in its broader forms that are most important to investors and listed companies."[12] The fact that this market is competitive has also long been recognized by the courts. In NetCoalition v. Securities and Exchange Commission, the D.C. Circuit stated as follows: "[n]o one disputes that competition for order flow is 'fierce.' … As the SEC explained, '[i]n the U.S. national market system, buyers and sellers of securities, and the broker-dealers that act as their order-routing agents, have a wide range of choices of where to route orders for execution'; [and] 'no exchange can

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[11]   See Cboe Global Markets, U.S. Options Market Volume Summary by Month (June 24, 2022), available at http://markets.cboe.com/us/options/market_share/.

[12]   See Securities Exchange Act Release No. 51808 (June 9, 2005), 70 FR 37496, 37499 (June 29, 2005).

afford to take its market share percentages for granted' because 'no exchange possesses a monopoly, regulatory or otherwise, in the execution of order flow from broker dealers'….".[13] Accordingly, the Exchange does not believe its proposed changes to the incentive programs impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

5.   Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants or Others

The Exchange has not solicited, and does not intend to solicit, comments on this proposed rule change. The Exchange has not received any written comments from members or other interested parties.

6.   Extension of Time Period for Commission Action

Not applicable.

7.   Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)

Pursuant to Section 19(b)(3)(A)(ii) of the Act[14] and Rule 19b-4(f)(2) thereunder,[15] the Exchange has designated this proposal as establishing or changing a due, fee, or other charge applicable to the Exchange's Members and non-Members, which renders the proposed rule change effective upon filing.

At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the

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[13]   NetCoalition v. SEC, 615 F.3d 525, 539 (D.C. Cir. 2010) (quoting Securities Exchange Act Release No. 59039 (December 2, 2008), 73 FR 74770, 74782-83 (December 9, 2008) (SR-NYSEArca-2006-21)).

[14]   15 U.S.C. 78s(b)(3)(A)(ii).

[15]   17 CFR 240.19b-4(f)(2).

protection of investors, or otherwise in furtherance of the purposes of the Act.

8.   Proposed Rule Change Based on Rule of Another Self-Regulatory Organization
     or of the Commission

     Not applicable.

9.   Security-Based Swap Submissions Filed Pursuant to Section 3C of the Act

     Not applicable.

10. Advance Notices Filed Pursuant to Section 806(e) of the Payment, Clearing and
     Settlement Supervision Act

     Not applicable.

11. Exhibits

     Exhibit 1:   Completed Notice of the Proposed Rule Change for publication in
                  the Federal Register.

     Exhibit 5:   Text of Proposed Rule Change.

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-   ; File No. SR-CBOE-2022-034]

[Insert date]

Self-Regulatory Organizations; Cboe Exchange, Inc.; Notice of Filing and Immediate Effectiveness of a Proposed Rule Change to Update its Fees Schedule in Connection with the Exchange's Plans to List and Trade FLexible EXchange ("FLEX") Index Options with an Index Multiplier of One ("FLEX Micro Options")

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (the "Act"),[1] and Rule 19b-4 thereunder,[2] notice is hereby given that on [insert date], Cboe Exchange, Inc. (the "Exchange" or "Cboe Options") filed with the Securities and Exchange Commission (the "Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the Exchange. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I.   Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

Cboe Exchange, Inc. (the "Exchange" or "Cboe Options") proposes to update its Fees Schedule in connection with the Exchange's plans to list and trade FLexible EXchange ("FLEX") index options with an index multiplier of one ("FLEX Micro Options"). The text of the proposed rule change is provided in Exhibit 5.

The text of the proposed rule change is also available on the Exchange's website (http://www.cboe.com/AboutCBOE/CBOELegalRegulatoryHome.aspx), at the Exchange's Office of the Secretary, and at the Commission's Public Reference Room.

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[1]   15 U.S.C. 78s(b)(1).

[2]   17 CFR 240.19b-4.

II. **Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change**

In its filing with the Commission, the Exchange included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The Exchange has prepared summaries, set forth in sections A, B, and C below, of the most significant aspects of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

1. Purpose

The Exchange proposes to amend its Fees Schedule in connection with its plans to list and trade FLEX Micro Options.[3]

By way of background, the Exchange has adopted rules to accommodate the listing and trading of certain FLexible EXchange ("FLEX") index options with an index multiplier of one ("FLEX Micro Options") rather than the conventional 100. FLEX Micro Options will be available on the following indices effective June 27, 2022: S&P 500, Russell 2000 (RUT), Dow Jones Industrial Average (DJX), MSCI Emerging Markets (MXEF), and MSCI EAF (MXEA). The Exchange believes FLEX Micro Options will expand investors' choices and flexibility by listing and trading FLEX options on larger-valued broad-based indexes, which provide investors with the ability to gain exposure to the market, with a notional value of 1/100th of the value of currently available FLEX Index Options. The

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[3] The Exchange initially filed the proposed fee changes on June 27, 2022 (SR-CBOE-2022-031). On June 28, 2022, the Exchange withdrew that filing and submitted SR-CBOE-2022-033. On June 30, 2022 the Exchange withdrew that filing and submitting this filing.

Exchange believes the additional granularity provided by FLEX Micro Options with respect to the prices at which investors may execute and exercise index options on the Exchange will appeal to institutional investors by providing them with an additional exchange-traded tool to manage the positions and associated risk in their portfolios more precisely based on notional value, which currently may equal a fraction of a standard contract. The Exchange now proposes to amend its Fees Schedule to accommodate the planned listing and trading of FLEX Micro options.

Standard Transaction Rates

First, the Exchange proposes to adopt certain standard transaction fees in connection with FLEX Micro Options. Specifically, the proposed rule change adopts certain fees for FLEX Micro Options in the "Rate Table for All Products Excluding Underlying Symbol A"[4]. The Exchange notes that the proposed standard transaction fees in connection with FLEX Micros Options are lower-priced than standard FLEX options on the corresponding indices given their multiplier of one (as compared to 100 for standard FLEX options). Indeed, the proposed transaction fees are generally near, or approximately, 1/100th of the fees currently assessed for the corresponding standard FLEX options (inclusive of the Execution Surcharge, License Surcharges and FLEX Surcharges, as applicable). The proposed fees are as follows:

RUT FLEX Micro Options

- Adopts fee code GA, appended to all (i) Customer (capacity "C"), (ii) Market-Maker (capacity "M"), and (iii) Clearing Trading Permit Holders ("TPHs")

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[4]   Underlying Symbol List A currently includes OEX, XEO, RUT, RLG, RLV, RUI, UKXM, SPX (includes SPXW), SPESG and VIX. See Cboe Options Fees Schedule, Footnote 34.

(capacity "F") and Non-Clearing TPH Affiliates (capacity "L")(collectively, "Firms") orders in RUT FLEX Micro Options and assesses a fee of $0.009 per contract.

- Adopts fee code GB, appended to all Broker-Dealers (capacity "B"), Joint Back-Offices (capacity "J"), Non-Trading Permit Holder Market-Makers (capacity "N"), and Professionals (capacity "U") (collectively, "Non-Customers") manual and AIM (Agency/Primary and Contra) orders in RUT FLEX Micro Options and assesses a fee of $0.009 per contract.; and

- Adopts fee code GC, which is appended to all Non-Customer electronic orders in RUT FLEX Micro Options and assesses a fee of $0.012 per contract.

SPX FLEX Micro Options

- Adopts fee code GE, appended to all (i) Customer and (ii) Firm orders in SPX FLEX Micro Options and assesses a fee of $0.008 per contract;

- Adopts fee code GF, appended to all Market-Maker orders in SPX FLEX Micro Options and assesses a fee of $0.006 per contract; and

- Adopts fee code GD, which is appended to all appended to all Non-Customer orders in SPX FLEX Micro Options and assesses a fee of $0.009 per contract.

MXEA and MXEF FLEX Micro Options

- Adopts fee code GG, appended to all Customer orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.004 per contract;

- Adopts fee code GI, appended to all (i) Firm and (ii) Non-Customer electronic orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.010 per contract;

- Adopts fee code GH, appended to all Market-Maker manual, electronic and AIM Agency/Primary orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GK, appended to all (i) Firm and (ii) Non-Customer manual and AIM Agency/Primary orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GL, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Contra orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.003 per contract; and

- Adopts fee code GN, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Response orders in MXEA and MXEF FLEX Micro Options and assesses a fee of $0.013 per contract.

DJX FLEX Micro Options

- Adopts fee code GG, appended to all Customer orders in DJX FLEX Micro Options and assesses a fee of $0.004 per contract;

- Adopts fee code GJ, appended to all (i) Firm and (ii) Non-Customer electronic orders in DJX FLEX Micro Options and assesses a fee of $0.007 per contract;

- Adopts fee code GH, appended to all Market-Maker manual, electronic and AIM Agency/Primary orders in DJX FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GK, appended to all (i) Firm and (ii) Non-Customer manual and AIM Agency/Primary orders in DJX FLEX Micro Options and assesses a fee of $0.005 per contract;

- Adopts fee code GL, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Contra orders in DJX FLEX Micro Options and assesses a fee of $0.003 per contract; and

- Adopts fee code GM, appended to all (i) Firm, (ii) Market-Maker and (iii) Non-Customer AIM Response orders in DJX FLEX Micro Options and assesses a fee of $0.007 per contract.

Surcharges

The Exchange does not propose to apply any current surcharges to FLEX Micro options.[5] Particularly, the Exchange proposes to exclude FLEX Micro Options from the surcharges set forth in the Rate Table for All Products Excluding Underlying Symbol List A (i.e., the Complex Surcharge Fee, the Surcharge Fee Index License and the FLEX Surcharge Fee). The Exchange proposes to amend corresponding footnotes 35, 14, and 17, respectively, to make clear FLEX Micro Options transactions are excluded from these surcharges.

Fee Programs

The Exchange proposes to exclude FLEX Micro Options from all pricing programs. The Exchange notes that because FLEX Micro Options are all options on broad-based indices, the majority of the proposed changes amend the Fees Schedule in connection with trading in FLEX Micro Options in a manner that is generally consistent with the way in which many existing fee programs currently do not apply to trading standard options on those same indices. Additionally, the Exchange notes that the majority of the proposed

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[5]   The Exchange notes the Trading Processing Services Fee, which is currently assessed a rate of $0.0025 per contract side, will apply to FLEX Micro Options.

changes also amend the Fees Schedule in a manner that is generally consistent with the way in which existing fee programs currently do not apply to trading in another options product that has an index multiplier of one and thus a smaller notional value (i.e., NANOS[6]).

First, the Exchange proposes to adopt footnote 33 (and append to fee tables as applicable and needed) to make clear that FLEX Micro Options volume will be excluded from the following programs[7]: (i) SPX/SPXW and SPESG Liquidity Provider Sliding Scale, which offers credits on Market-Maker orders where a Market-Maker achieves certain volume thresholds based on Market-Maker volume in SPX, SPXW and SPESG, (ii) the Liquidity Provider Sliding Scale, which offers credits on Market-Maker orders where a Market-Maker achieves certain volume thresholds based on total national Market-Maker volume in all underlying symbols, excluding Underlying Symbol List A, MRUT, NANOS and XSP during the calendar month, (iii) the Liquidity Provider Sliding Scale Adjustment

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[6]   NANOS options are options on the Mini-S&P 500 ("XSP") Index (the value of which is 1/10th the value of the S&P 500 ("SPX") Index) that have an index multiplier of one.

[7]   The Exchange proposes to eliminate the current language under footnote 33 relating to billing information for October 2019, as it is no longer relevant or needed, and replace it with the proposed new language. Footnote 33 is already appended to the following tables in the Fees Schedule: SPX/SPXW and SPESG Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale Adjustment Table, Volume Incentive Program, Affiliate Volume Plan, Clearing Trading Permit Holder Proprietary Products Sliding Scale, Clearing Trading Permit Holder VIX Sliding Scale, and Select Customer Options Reduction ("SCORe") Program. The Exchange is maintaining the appended references to footnote 33 in each of these tables, other than the Clearing Trading Permit Holder VIX Sliding Scale, as footnote 33 will continue to be applicable to the programs as such programs will be listed in proposed footnote 33 as a program where FLEX Micro options is excluded. Because the Exchange is not offering a VIX FLEX Micro Option product at this time, the Clearing Trading Permit Holder VIX Sliding Scale is not applicable and the Exchange therefore proposes to eliminate the current reference to footnote 33 that currently is appended to that table.

Table, which provides that Taker fees be applied to electronic "Taker" volume and a Maker rebate be applied to electronic "Maker" volume, in addition to the transaction fees assessed under the Liquidity Provider Sliding Scale, (iv) the Volume Incentive Program ("VIP"), which offers a per contract credit for certain percentage threshold levels of monthly Customer volume in all underlying symbols, excluding Underlying Symbol List A, Sector Indexes, DJX, MRUT, MXEA, MXEF, NANOS and XSP, (v) Break-Up Credits, which provides credits to orders executed in AIM, SAM, FLEX AIM, and FLEX SAM to all products except Underlying Symbol List A, Sector Indexes, DJX, MRUT, MXEA, MXEF, NANOS and XSP, (vi) Marketing Fee, which is assessed on transactions of Market-Makers resulting from Customer orders in all products except Sector Indexes, DJX, MRUT, MXEA, MXEF and Underlying Symbol List A[8], (vii) the Cboe Options Clearing Trading Permit Holder Proprietary Products Sliding Scale, which provides transaction fees for Firms in Underlying Symbol List A will be reduced provided a Firm reaches certain average daily volume ("ADV") thresholds, (vii), Clearing TPH Fee Cap, which provides a cap on Firm transaction fees, (viii), Select Customer Options Reduction ("SCORe") Program, which is a discount program for Retail, Customer volume in SPX, SPXW, VIX, RUT, MXEA, and MXEF[9], (ix) Customer Large Trade Discount, which provides a discount in the form of a cap on transaction fees for certain Customer executions, (x)

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[8]   The Exchange notes that the Marketing Fee already excludes all FLEX Options. See Cboe Options Fees Schedule, Marketing Fee Table. The Exchange still proposes to append proposed footnote 33 to the Marketing Fee Table for further clarity as to applicability of the exclusion for FLEX Micros Options.

[9]   The Exchange notes that the SCORe program already excludes all FLEX Options. See Cboe Options Fees Schedule, SCORe Table. The Exchange still proposes maintain footnote 33, which is currently appended to the SCORe Table, for further clarity as to applicability of the exclusion for FLEX Micros Options.

Market-Maker Tier Appointment Fees, which assesses per permit surcharges if Market-Makers meet certain volume thresholds in SPX/SPX, VIX and RUT, respectively, (xi) Floor Broker Trading Surcharge, which assesses a surcharge to Floor Brokers if they execute a certain threshold in SPX/SPXW and VIX volume, respectively, (xii) Floor Broker Sliding Scale Rebate Program, offers rebates for Firm Facilitated and non-Firm Facilitated orders that correspond to certain volume tiers and is designed to incentivize order flow in multiply-listed options to the Exchange's trading floor, (xiii) Floor Broker ADV Discount, which provides Floor Brokers rebates on their Trading Permit fees based on ADV thresholds, (xiv) Floor Brokerage Fees, which provides discounted rates to executing brokers for cross and non-crossed orders in OEX, XEO, RUT, RLG, RLV, RUI, UKXM, SPX/SPXW, SPESG and VIX, (xv) Floor Brokerage Fees Discount Scale, which provides Floor Brokers opportunity to receive discounts on fees for orders in OEX, XEO, RUT, SPX, SPXW, SPESG, VIX based on meeting certain volume thresholds, (xvi) GTH Executing Agent Subsidy Program which provides designated GTH executing agents a monthly subsidy based on GTH monthly Customer volume thresholds, (xvii) Order Router Subsidy Program and Complex Order Router Subsidy Program, which provides that Participating TPHs or Participating Non-Cboe TPHs may receive a payment from the Exchange for every executed contract routed to the Exchange through their system in certain classes and (xviii) Frequent Trader Program, which provides an opportunity for customer orders to receive rebates based on meeting different volume thresholds in SPX/SPXW, VIX and RUT.

The Exchange also proposes to update footnote 6, which is appended to the Liquidity Provider Sliding Scale Program, Liquidity Provider Sliding Scale Adjustment

Table, Affiliate Volume Plan, VIP, SCORe and the ORS/CORS Programs and footnote 36 which is appended to VIP. Specifically, current footnotes 6 and 36 provides that in the event of a Cboe Options System outage or other interruption of electronic trading on Cboe Options that lasts longer than 60 minutes, the Exchange will adjust the national volume in all underlying symbols excluding Underlying Symbol List A, Sector Indexes, MRUT, MXEA, MXEF, NANOS, DJX, and XSP for the entire trading day. The Exchange proposes to add FLEX Micro Options to the exclusion list.

The Exchange also proposes to clarify in footnote 11, that for facilitation orders (other than Sector Indexes (47), FLEX Micros and Underlying Symbol List A (34)) executed in open outcry, Cboe Options will assess no Clearing Trading Permit Holder Proprietary transaction fees, as proposed fee codes for Firm orders in FLEX Micro transactions will supersede facilitation fee codes (currently FF or FI) for any facilitation orders in FLEX Micro Options.

The Exchange notes that a few of the programs listed above in which FLEX Micros will be excluded also exclude and enumerate other products in the respective program's table header, notes section and/or corresponding footnote. Where such exclusions are listed, the Exchange proposes to add references to FLEX Micros to make clear that, as discussed above and as will be reflected in proposed 33, FLEX Micros are also excluded from the applicable program. Accordingly, the Exchange proposes to add a reference to FLEX Micros to the exclusion lists set forth in each of the following respective program table headers, notes sections and/or footnotes: Liquidity Provider Sliding Scale notes section, VIP header, Break-Up Credits header, Marketing Fee notes section, Floor Broker

Sliding Scale Rebate Program notes section, ORS and CORS notes sections, footnote 10, footnote 11, footnote 22, footnote 29, footnote 30, and footnote 36.

Clarifying Changes

The Exchange lastly proposes to amend footnotes 18, 19 and 20 of the Fees Schedule. The foregoing footnotes describe the AIM Contra Execution Fee, the AIM Agency/Primary Fee and the AIM Responder Fee, respectively. The Exchange proposes to revise the current language in each footnote to make clear that applicable standard transaction fees apply for all orders executed in the Automated Improvement Mechanism ("AIM"), Solicitation Auction Mechanism ("SAM"), FLEX AIM and FLEX SAM auctions (that were initially entered as (i) the contra party to an Agency/Primary Order, (ii) the Agency/Primary Order, or (iii) an AIM Response, respectively) unless otherwise indicated in the Rate Tables. The Exchange does not believe it is necessary to list the applicable products or exclusions in the footnotes, as the Rate Tables in the Fees Schedule already detail what fee codes and corresponding fees apply for each of these transactions for each capacity and product. The Exchange believes the proposed change eliminates unnecessary redundancy and eliminates potential confusion.

2.   Statutory Basis

The Exchange believes that the proposed rule change is consistent with the objectives of Section 6 of the Act,[10] in general, and furthers the objectives of Section 6(b)(4),[11] in particular, as it is designed to provide for the equitable allocation of reasonable dues, fees and other charges among its Members and issuers and other persons using its

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[10]   15 U.S.C. 78f.

[11]   15 U.S.C. 78f(b)(4).

facilities. The Exchange also believes that the proposed rule change is consistent with the objectives of Section 6(b)(5)[12] requirements that the rules of an exchange be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in regulating, clearing, settling, processing information with respect to, and facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system, and, in general, to protect investors and the public interest, and, particularly, is not designed to permit unfair discrimination between customers, issuers, brokers, or dealers.

The Exchange believes that the proposed amendments to the Fees Schedule in connection with standard transaction rates for FLEX Micro Options transactions are reasonable, equitable and not unfairly discriminatory. Specifically, the Exchange believes that it is reasonable to assess fees for Customer, Market-Maker, Firm and Non-Customer orders in FLEX Micro Options that are less than those fees for transactions in the corresponding standard RUT, SPX, MXEF, MXEA and DJX FLEX options (all of which overly the same respective indices as the proposed FLEX Micro Options) because FLEX Micro Options have a smaller notional value given their multiplier of one. Moreover, the Exchange believes the proposed transaction fees are reasonable as such fees reflect approximately 1/100th of the transaction fees (inclusive of surcharges) assessed for the corresponding transactions in standard RUT, SPX, MXEF, MXEA and DJX FLEX options, which as discussed have a multiplier of 100 instead of one like FLEX Micro

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[12]   15 U.S.C. 78f.(b)(5).

Options. The Exchange believes its reasonable to exclude FLEX Micro Options from additional surcharges as TPHs will not be subject to such surcharges.

The Exchange believes the proposed standard transaction rates and exclusion from certain surcharges are equitable and not unfairly discriminatory because they will apply automatically and uniformly to all capacities as applicable (i.e., Customer, Market-Make, Firm and Non-Customer), in FLEX Micro Options. The Exchange also notes that with respect to lower transaction rates for Customer transactions in certain FLEX Micro Options, there is a history in the options markets of providing preferential treatment to customers and customer order flow attracts additional liquidity to the Exchange, providing market participants with more trading opportunities and signaling an increase in Market-Maker activity, which facilitates tighter spreads. This may cause an additional corresponding increase in order flow from other market participants, contributing overall towards a robust and well-balanced market ecosystem, particularly in a newly listed and traded product. The Exchange also believes that it is equitable and not unfairly discriminatory to propose lower transaction rates for certain Market-Maker and Firm orders in certain FLEX Micro Options because the Exchange recognizes that these market participants can provide key and distinct sources of liquidity, which is particularly important for a newly listed and traded options class on the Exchange. An increase in general market-making activity facilitates tighter spreads, which tend to signal additional corresponding increase in order flow from other market participants, ultimately incentivizing more overall order flow and improving liquidity levels and price transparency on the Exchange to the benefit of all market participants. Similarly, the Exchange also recognizes that Firms can be an important source of liquidity when they facilitate their own

customers' trading activity, thus, adding transparency and promoting price discovery to the benefit of all market participants. The Exchange notes too that Market-Makers and Firms take on a number of obligations that other market participants do not have. For example, unlike other market participants, Market-Makers take on quoting obligations and other market making requirements and Firms must have higher capital requirements, clear trades for other market participants, and must be members of OCC. The Exchange also notes the proposal to not assess surcharges to FLEX Micro Options is equitable and not unfairly discriminatory as it applies to all market participants (i.e., no market participant will be subject to those surcharges).

The Exchange believes that the proposed updates to the Fees Schedule in connection with the application (or rather exclusion) of fee programs to transactions in FLEX Micro Options are reasonable, equitable and not unfairly discriminatory. Particularly, the Exchange believes it is reasonable to exclude transactions in FLEX Micro Options from the: Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale Adjustment Table, Volume Incentive Program, Break-Up Credits, Affiliate Volume Plan, Clearing Trading Permit Holder Fee Cap, Floor Broker Sliding Scale Rebate Program, Program, and the ORS and CORS Programs in the same manner in which standard options on those same indices are excluded. The Exchange believes that excluding FLEX Micro Options transactions from certain fees programs is equitable and not unfairly discriminatory because the programs will equally not apply to, or exclude in the same manner, all market participants' orders in FLEX Micro Options. The Exchange believes it's reasonable, equitable and not unfairly discriminatory to exclude FLEX Micro transactions from the Marketing Fee and SCORe program as such programs similarly

already exclude FLEX Options. Lastly, the Exchange believes it's reasonable equitable and not unfairly discriminatory to exclude FLEX Micro Options from the SPX/SPXW and SPESG Liquidity Provider Sliding Scale, Clearing Trading Permit Holder Proprietary Products Sliding Scale, Customer Large Trade Discount, Market-Maker Tier Appointment Fee thresholds, Floor Broker Trading Surcharge thresholds, Floor Broker ADV Discount, Floor Brokerage Fees Discount Scale, Floor Brokerage Fees, Frequent Trader, and the GTH Executing Agent Subsidy because the Exchange is not obligated to include any particular product in such pricing programs, and the exclusion applies to all market participants uniformly. Moreover, the Exchange notes that the proposed rule change does not alter any of the existing program rates or volume calculations, but instead, merely proposes not to include transactions in FLEX Micro Options in those programs and volume calculations.

The Exchange lastly believes the proposed updates to footnotes 18, 19 and 20 of the Fees Schedule makes the footnotes easier to read, eliminates redundancy between the Rate Tables and the footnotes and alleviates potential confusion as to the applicability of AIM-related fees, thereby removing impediments to and perfecting the mechanism of a free and open market and a national market system, and, in general, protecting investors and the public interest.

B.   Self-Regulatory Organization's Statement on Burden on Competition

The Exchange believes the proposed amendments to its Fee Schedule will not impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act. The Exchange does not believe that the proposed rule change will impose any burden on intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act because the proposed FLEX Micro Options

transaction fees for the separate types of market participants will be assessed automatically and uniformly to all similarly situated market participants. The Exchange again notes that there is a history in the options markets of providing preferential treatment to Customers, Market-Makers and Firms, as described above in the statutory basis section. Further, the proposed rule change will uniformly exclude all transactions in FLEX Micro Options from certain programs and fees/surcharges as it currently does for many of the Exchange's other proprietary products, including another product with a one multiplier (i.e., NANOS).

The Exchange does not believe that the proposed rule change will impose any burden on intermarket competition that is not necessary or appropriate in furtherance of the purposes of the Act because the proposed rule changes apply only to products exclusively listed on the Exchange. Additionally, the Exchange notes it operates in a highly competitive market. In addition to Cboe Options, TPHs have numerous alternative venues that they may participate on and director their order flow, including 15 other options exchanges, as well as off-exchange venues, where competitive products are available for trading. Based on publicly available information, no single options exchange has more than 16% of the market share of executed volume of options trades.[13] Therefore, no exchange possesses significant pricing power in the execution of option order flow. Moreover, the Commission has repeatedly expressed its preference for competition over regulatory intervention in determining prices, products, and services in the securities markets. Specifically, in Regulation NMS, the Commission highlighted the importance of market forces in determining prices and SRO revenues and, also, recognized that current regulation of the

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[13]   See Cboe Global Markets, U.S. Options Market Volume Summary by Month (June 24, 2022), available at http://markets.cboe.com/us/options/market_share/.

market system "has been remarkably successful in promoting market competition in its broader forms that are most important to investors and listed companies."[14] The fact that this market is competitive has also long been recognized by the courts. In NetCoalition v. Securities and Exchange Commission, the D.C. Circuit stated as follows: "[n]o one disputes that competition for order flow is 'fierce.' … As the SEC explained, '[i]n the U.S. national market system, buyers and sellers of securities, and the broker-dealers that act as their order-routing agents, have a wide range of choices of where to route orders for execution'; [and] 'no exchange can afford to take its market share percentages for granted' because 'no exchange possesses a monopoly, regulatory or otherwise, in the execution of order flow from broker dealers'….".[15] Accordingly, the Exchange does not believe its proposed changes to the incentive programs impose any burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

The Exchange has not solicited, and does not intend to solicit, comments on this proposed rule change. The Exchange has not received any written comments from members or other interested parties.

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[14] See Securities Exchange Act Release No. 51808 (June 9, 2005), 70 FR 37496, 37499 (June 29, 2005).

[15] NetCoalition v. SEC, 615 F.3d 525, 539 (D.C. Cir. 2010) (quoting Securities Exchange Act Release No. 59039 (December 2, 2008), 73 FR 74770, 74782-83 (December 9, 2008) (SR-NYSEArca-2006-21)).

III. **Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action**

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A) of the Act[16] and paragraph (f) of Rule 19b-4[17] thereunder. At any time within 60 days of the filing of the proposed rule change, the Commission summarily may temporarily suspend such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Act. If the Commission takes such action, the Commission will institute proceedings to determine whether the proposed rule change should be approved or disapproved.

IV. **Solicitation of Comments**

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

Electronic comments:

- Use the Commission's Internet comment form (http://www.sec.gov/rules/sro.shtml); or

- Send an e-mail to rule-comments@sec.gov. Please include File Number SR-CBOE-2022-034 on the subject line.

Paper comments:

- Send paper comments in triplicate to Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-1090.

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16   15 U.S.C. 78s(b)(3)(A).

17   17 CFR 240.19b-4(f).

All submissions should refer to File Number SR-CBOE-2022-034. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet website (http://www.sec.gov/rules/sro.shtml). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for website viewing and printing in the Commission's Public Reference Room, 100 F Street, NE, Washington, D.C. 20549 on official business days between the hours of 10:00 a.m. and 3:00 p.m. Copies of the filing also will be available for inspection and copying at the principal office of the Exchange. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-CBOE-2022-034 and should be submitted on or before [insert date 21 days from publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.[18]

Secretary

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[18]   17 CFR 200.30-3(a)(12).

Options Transaction Fees (1)(3)(4)(7)(13)(15)(33)(39)

Rate Table - All Products Excluding Underlying Symbol List A (34)			Transaction Fee Per Contract						
			Manual		Electronic		AIM Agency/Primary (19)	AIM Contra (18)	AIM Response (20)	
Capacity	Products	Capacity Code	Penny Classes	Non-Penny Classes	Penny Classes	Non-Penny Classes			Penny Classes	Non-Penny Classes
Customer (2)(8)(9)	Equity Options	C	{CK} $0.00				{CK} $0.00			
	ETF and ETN Options		{CK} $0.00		{CE} $0.00 if adding liquidity {CA} $0.18 if original order size is ≥100 contracts and removing liquidity {CD} $0.00 if original order size is <100 contracts and removing liquidity					
	MRUT		{CQ} $0.02							
	XSP		{CC} $0.04 ≥10 contracts / {XC} $0.00 <10 contracts							
	NANOS		{NO} FREE							
	MXEA		{CM} $0.25				{YB} $0.07			
	MXEF		{CN} $0.25							
	All Other Index Products		{CB} $0.18							
	Sector Indexes (47)		{CP} $0.30							
	RUT FLEX Micro		{GA} $0.009							
	SPX FLEX Micro		{GE} $0.008							
	MXEA/MXEF FLEX Micro		{GG} $0.004							
	DJX FLEX Micro		{GG} $0.004							
Clearing Trading Permit Holder Proprietary (11)(16)	MRUT	F L	{FM} $0.02							
	XSP		{XF} $0.06							
	NANOS		{NN} $0.01							
	Equity, ETF, and ETN Options and All Other Index Products		{FA} $0.20 - See Clearing Trading Permit Holder Fee Cap		{FB} $0.43	{FC} $0.70	{FD} $0.20 - See Clearing Trading Permit Holder Fee Cap		{NB} $0.50	{NC} $1.05
	Sector Indexes (47)		{FI} $0.25				{YB} $0.07			
	Facilitation (11)		{FF} $0.00		{FI} $0.25					
	RUT FLEX Micro		{GA} $0.009							
	SPX FLEX Micro		{GE} $0.008							
	MXEA/MXEF FLEX Micro		{GK} $0.005		{GI} $0.010		{GK} $0.005	{GL} $0.003	{GN} $0.013	
	DJX FLEX Micro		{GK} $0.005		{GJ} $0.007		{GK} $0.005	{GL} $0.003	{GM} $0.007	
Cboe Options Market-Maker/DPM/LMM (10)	MRUT	M	{MM} $0.03							
	XSP		{MX} $0.045							
	NANOS		{NM} $0.01							
	Equity, ETF, and ETN Options, Sector Indexes (47) and All Other Index Products		{MB} $0.35		{MA} $0.23 - See Liquidity Provider Sliding Scale and Liquidity Provider Sliding Scale Adjustment Table		{YB} $0.07			
	RUT FLEX Micro		{GA} $0.009							
	SPX FLEX Micro		{GF} $0.006							
	MXEA/MXEF FLEX Micro		{GH} $0.005				{GL} $0.003	{GN} $0.013		
	DJX FLEX Micro		{GH} $0.005				{GL} $0.003	{GM} $0.007		
Broker-Dealer (16)	MRUT	B N U J	{BM} $0.04							
Non-Trading Permit Holder Market Maker (16)	XSP		{XB} $0.08							
	NANOS		{NN} $0.01							
	Equity, ETF, and ETN Options and All Other Index Products		{BA} $0.25 {WA} $0.12 "U" Capacity Code Only		{BB} $0.47	{BC} $0.75	{BD} $0.20	{YB} $0.07	{NB} $0.50	{NC} $1.05
	Sector Indexes (47)		{BE} $0.40							
	RUT FLEX Micro		{GB} $0.009		{GC} $0.012		{GB} $0.009			
	SPX FLEX Micro		{GD} $0.009							
	MXEA/MXEF FLEX Micro		{GK} $0.005		{GI} $0.010		{GK} $0.005	{GL} $0.003	{GN} $0.013	
Professional /Joint Back-Office	DJX FLEX Micro		{GK} $0.005		{GJ} $0.007		{GK} $0.005	{GL} $0.003	{GM} $0.007	
Complex Surcharge (35)	Equity, ETF, and ETN Options and All Other Index Products	F J L M B N U			$0.12					
Surcharge Fee (14) Index License	MXEA and MXEF		$0.12							
	DJX		$0.12							
	Sector Indexes		$0.00 (47)							
	MRUT		$0.02							
FLEX Surcharge Fee (17) - DJX, MRUT, MXEA, MXEF, NDX, NDXP and XSP Only		C F J L M B N U	$0.10 (capped at $250 per trade)							
Exotic Surcharge		C	$0.25 ($0.03 for XSP and MRUT Only)							

Liquidity Provider Sliding Scale (6)(10)(33)					
Capacity	Tier	Volume Thresholds	Capacity Code	Transaction Fee Per Contract	Notes
Cboe Options Market-Maker/DPM/LMM	1	0.00% - 0.05%	M	$0.23	Volume thresholds are based on total national Market-Maker volume in all underlying symbols excluding Underlying Symbol List A (34), MRUT, NANOS, [and] XSP and FLEX Micros during the calendar month. Applies in all underlying symbols excluding Underlying Symbol List A (34), MRUT, NANOS, [and] XSP and FLEX Micros.
	2	Above 0.05% - 0.80%		$0.17	
	3	Above 0.80% - 1.50%		$0.10	
	4	Above 1.50% - 2.25%		$0.05	
	5	Above 2.25%		$0.03	

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Volume Incentive Program (VIP)(6)(23)(36)(33)							
Capacity	Tier	Percentage Thresholds of National Customer Volume in All Underlying Symbols Excluding Underlying Symbol List A (34), Sector Indexes (47), DJX, MRUT, MXEA, MXEF, NANOS, [and] XSP and FLEX Micros (Monthly)	Capacity Code	Per Contract Credit			
				Simple		Complex	
				Non-AIM	AIM	Non-AIM	AIM
Customer/Broker-Dealer/Professional/Joint Back-Office	1	0% - 0.75%	C B J U	$0.00	$0.00	$0.00	$0.00
	2	Above 0.75% - 2.00%		$0.10	$0.09	$0.21	$0.19
	3	Above 2.00% - 3.00%		$0.12	$0.10	$0.24	$0.22
	4	Above 3.00% -4.00%		$0.15	$0.13	$0.25	$0.23
	5	Above 4.00%		$0.15	$0.14	$0.25	$0.24

Notes
Volume for capacity B, J and U will count towards tier qualification only. Credits on orders executed electronically in AIM will be capped at 1,000 contracts per order for simple executions and 1,000 contracts per leg for complex executions. Credits on orders executed electronically in SUM will be capped at 1,000 contracts per auction quantity. All contracts executed in AIM and all contracts executed in SUM will continue to be counted towards the percentage thresholds even if they exceed the 1,000 contract cap for VIP credits. Additionally, multiple simple orders from the same affiliated TPH(s) in the same series on the same side of the market that are executed in AIM or SUM within a 3 second period will be aggregated for purposes of determining the order quantity subject to the cap. For this aggregation, activity in AIM and SUM will be aggregated separately. The AIM aggregation timer will begin with an order entered into AIM and continue for 3 seconds, aggregating any other orders entered into AIM in the same series on the same side of the market by the same affiliated TPH. The SUM aggregation timer will begin at the start of a SUM auction and continue for 3 seconds, aggregating any other orders executed in SUM in the same series on the same side of the market for the same affiliated TPH. Any portion of the original order quantity that is executed outside of SUM will not be part of the aggregation or counted towards the 1,000 contract threshold. A TPH will only receive the Complex credit rates for Complex volume if at least 38% of that TPH's qualifying VIP volume in the previous month was comprised of Simple volume. If not, then the TPH's Customer (C) Complex volume will receive credits at the applicable Simple credit rate only.

Break-Up Credits (33)				
Capacity	Products	Capacity Code	Per Contract Credit	
			Penny Classes	Non-Penny Classes
Customer	All Underlying Symbols Excluding Underlying Symbol List A (34), Sector Indexes (47), DJX, MRUT, MXEA, MXEF, NANOS, [and] XSP and FLEX Micros	C	$0.25	$0.60

Break Up Credits apply to orders executed in AIM, SAM, FLEX AIM, and FLEX SAM. The Exchange will apply a Break-Up Credit to Customer Agency orders only when the Agency Order trades with a noncustomer, non-Market-Maker AIM Response (20).

Marketing Fee (33)			
Capacity	Product Line	Capacity Code	Collection Per Contract
Cboe Options Market-Maker/DPM/LMM	Penny Program Classes	M	$0.25
	NANOS		$0.09
	XSP		$$0.25
	All Other Classes		$0.70

Notes
The marketing fee will be assessed on transactions of Market-Makers (including DPMs and LMMs), resulting from customer orders at the per contract rate provided above on all classes of equity options, options on ETFs, options on ETNs and index options; except that the marketing fee shall not apply to Sector Indexes (47), DJX, MRUT, MXEA, MXEF, FLEX Micros or Underlying Symbol List A (34). The fee will not apply to: Market-Maker-to-Market-Maker transactions including transactions resulting from orders from non-Trading Permit Holder market-makers; transactions resulting from penny cabinet trades and sub-penny cabinet trades; transactions in Flexible Exchange Options; transactions executed as a qualified contingent cross ("QCC") under Rule 6.53(u); transactions executed in open outcry; and transactions in the Penny Program classes resulting from orders executed through the Step Up Mechanism under Rule 5.35. A DPM under Cboe Options Rule 3.53, a "Preferred Market-Maker" under Cboe Options Rule 3.56 or a "Lead Market-Maker" under Cboe Options Rule 3.55 (collectively "Preferred Market-Maker") will be given access to the marketing fee funds generated from a Preferred order. The total balance of the undispersed marketing fees for the Preferred Market-Maker/DPM pool cannot exceed $250,000. Each month, undisbursed marketing fees in excess of $250,000 will be reimbursed to the Market-Makers that contributed to the pool based upon a one month look back and their pro-rata portion of the entire amount of marketing fee collected during that month.

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Cboe Options Clearing Trading Permit Holder VIX Sliding Scale (11)[(33)](Also applies to GTH)(37)(42)

Capacity	Tier	VIX Volume Thresholds	Capacity Code	Transaction Fee Per Contract	Notes
Clearing Trading Permit Holder Proprietary	1	0.00% - 1.00%	F L	$0.25	Clearing Trading Permit Holder Proprietary transaction fees and transaction fees for Non-Trading Permit Holder Affiliates (as defined in footnote 11) in VIX will be eligible for reduced rates using the VIX Sliding Scale. Percentages are calculated by accounting for all volume in VIX executed with an "F" or "L" Capacity Code, with volume in GTH aggregated with RTH and Curb volume for the same calendar month included for purposes of calculating the VIX volume thresholds and the reduced transaction fees per contract.
	2	1.01% - 5.50%		$0.15	
	3	5.51% - 8.00%		$0.05	
	4	Above 8.00%		$0.01	

Clearing Trading Permit Holder Fee Cap (11)(22)(33)

Capacity	Execution Type	Capacity Code	(F) Fee Per Contract	Does Volume Count Toward $65,000 Fee Cap?	Count Toward Proprietary Product Sliding Scale?	(C) Volume of Paired Order Count for VIP?	Notes
Clearing Trading Permit Holder Proprietary	Electronic Penny (non-AIM)	F L	$0.43	No	Yes	N/A	**Clearing Trading Permit Holder Fee Cap Includes transaction fees assessed as part of a strategy cap (see Footnote 13). However, a Clearing Trading Permit Holder that has reached the Clearing Trading Permit Holder Fee Cap in a given month would no longer be eligible for Strategy Rebates as defined in Footnote 13.**
	Electronic Non-Penny (non-AIM)		$0.70	No	Yes	N/A	
	Open Outcry		$0.20	Yes	Yes	No	
	QCC		$0.18	Yes	Yes	No	
	FLEX		$0.25	Yes	Yes	Yes	
	AIM Primary Order		$0.20	Yes	Yes	Yes	
	AIM Facilitation Contra Order		$0.07	Yes	Yes	Yes	
	AIM Solicitation Contra Order		$0.07	Yes	Yes	Yes	
	Open Outcry Facilitation		$0.00	No	Yes	No	
	Open Outcry Solicitation		$0.20	Yes	Yes	No	

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Customer Large Trade Discount (27)(Also applies to GTH)(37)(42)(33)

Capacity	Products	Capacity Code	Transaction Fees	Notes
	Regular customer transaction fees will only be charged up to the listed quantity of contracts per order.			
Customer	VIX (32)	C	Charge only first 15,000	
	SPX (includes SPXW), SPESG and XSP		Charge only first 20,000	
	Other Index Options		Charge only first 5,000	
	ETF and ETN Options		Charge only first 3,000	

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Market-Maker Tier Appointment Fees (41)(12)(33)

Symbol	Criteria	Monthly Fees (per unit)	Notes
SPX	MM Floor Permit executes any contracts in SPX/SPXW	$5,000 per MM Floor Permit	The SPX Surcharge will not be assessed to a Market-Maker Floor Permit Holder who only executes SPX (including SPXW) options transactions as part of multi-class broad-based index spread transactions.
	Market-Maker EAP executes at least 1,000 contracts in SPX/SPXW	$3,000 per TPH	The Market-Maker EAP SPX Tier Appointment fee will be assessed to any Market-Maker EAP that executes at least 1,000 contracts in SPX/SPXW, excluding contracts executed during opening rotation on the final settlement date of VIX options and futures which have the expiration that is used in the VIX settlement calculation.
VIX	MM Floor Permit executes at least 1,000 contracts in VIX	$2,000 per MM Floor Permit	
	Market-Maker EAP executes at least 1,000 contracts in VIX	$2,000 per TPH	
RUT	MM Floor Permit executes at least 1,000 contracts in RUT	$1,000 per MM Floor Permit	
	Market-Maker EAP executes at least 1,000 contracts in RUT	$1,000 per TPH	

Floor Broker Trading Surcharge (41)(33)			
Symbol	Criteria	Monthly Fees (per unit)	Notes
SPX	FB Trading Permit Holder executes >20,000 contracts in SPX/SPXW	$3,000 per TPH	If and to the extent that a Trading Permit Holder or TPH organization has more than one Floor Broker Trading Permit that is utilized to execute SPX options transactions, the SPX executions of that Trading Permit Holder or TPH organization shall be aggregated for purposes of determining this additional monthly fee and the Trading Permit Holder or TPH organization shall be charged a single $3,000 fee for the combined SPX executions through those Floor Broker Trading permits if the executions exceed 20,000 contracts per month. The SPX Surcharge will not be assessed to a Floor Broker Trading Permit Holder who only executes SPX (including SPXW) options transactions as part of multi-class broad-based index spread transactions.
VIX	FB Trading Permit Holder executes >20,000 contracts in VIX	$2,000 per TPH	If and to the extent that a Trading Permit Holder or TPH organization has more than one Floor Broker Trading Permit that is utilized to execute VIX options transactions, the VIX executions of that Trading Permit Holder or TPH organization shall be aggregated for purposes of determining this additional monthly fee and the Trading Permit Holder or TPH organization shall be charged a single $2,000 fee for the combined VIX executions through those Floor Broker Trading Permits if the executions exceed 20,000 contracts per month.

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Floor Broker Sliding Scale Rebate Program (39)(41)(33)			
Tier	Firm Facilitated Rebate {FF} (11)	Non-Firm Facilitated Rebate	Criteria (13)
1	$0.010	$0.030	TPH has a Step-Up Volume in Non-Customer, Non-Strategy, Floor Broker Volume from April 2021 > 0
2	$0.010	$0.040	TPH has a Step-Up Volume in Non-Customer, Non-Strategy, Floor Broker Volume from April 2021 ≥ 100,000
3	$0.010	$0.050	TPH has a Step-Up Volume in Non-Customer, Non-Strategy, Floor Broker Volume from April 2021 ≥ 250,000
4	$0.015	$0.060	TPH has a Step-Up Volume in Non-Customer, Non-Strategy, Floor Broker Volume from April 2021 ≥ 500,000

The Floor Broker Sliding Scale Rebate Program applies to all products except Underlying Symbol List A (34), Sector Indexes (47), DJX, MRUT, MXEA, MXEF, NANOS, [and] XSP and FLEX Micros. All rebates will apply only to Non-Customer, Non-Strategy, Floor Broker orders. Additionally, Non-Firm Facilitated rebates will apply to orders that do not yield fee code FF. The Exchange will aggregate a TPH's volume with the volume of its affiliates ("affiliate" defined as having at least 75% common ownership between the two entities as reflected on each entity's Form BD, Schedule A) for the purposes of calculating Step-Up Volume each month.

Floor Broker ADV Discount (41)(33)			
Tier	ADV	Floor Broker Permit Rebate	Notes
1	0 to 99,999	0%	Floor Broker Trading Permit fees will be eligible for rebates based on the average customer ("C") open-outcry contracts
2	100,000 to 174,999	15%	executed per day over the course of a calendar month in all underlying symbols. The Floor Broker ADV Discount will be
3	> 174,999	25%	available for all Floor Broker Trading Permits held by affiliated Trading Permit Holders and TPH organizations. For June 2020, ADV will be based on June 15 -June 30, 2020 volume.

Floor Brokerage Fees (1)(5)(15)(33)		
Description		Fee Per Contract
OEX, XEO, RUT, RLG, RLV, RUI, UKXM, SPX/SPXW and SPESG (24)	Non-Crossed Orders	$0.04
	Crossed Orders	$0.02
VIX	Non-Crossed Orders	$0.03
	Crossed Orders	$0.015

Floor Brokerage Fees Discount Scale (41)(33)			Notes
Tier	Total Monthly Floor Broker Contracts Traded in Qualifying Classes	% Discount on Qualifying Brokerage Fees	
1	0 - 250,000	0%	This discount is based on total monthly floor broker volume in OEX, XEO, RUT, SPX, SPXW, SPESG, VIX and volatility index options. Once a volume threshold is attained during the month, the corresponding discount percentage will apply to all qualifying contracts.
2	250,001 - 1,500,000	3%	
3	1,500,001 - 5,000,000	4%	
4	5,000,001 - 7,500,000	5%	
5	Above 7,500,000	6%	

GTH Executing Agent Subsidy Program(33)	
GTH Monthly Customer Volume	Subsidy
0-999 contracts	$0.00
1,000-4,999 contracts	$5,000
5,000-29,999 contracts	$15,000
30,000+ contracts	$20,000

A designated GTH executing agent will receive the monthly subsidy amount that corresponds to the number of contracts executed on behalf of customers (including public and broker-dealer customers) during GTH in a calendar month per the GTH Executing Agent Subsidy Program table above. To become a designated GTH executing agent, a TPH must submit a form to the Exchange no later than 3:00 p.m. on the second to last business day of a calendar month to be designated an GTH executing agent under the program, and thus eligible for the subsidy, beginning the following calendar month. The TPH must include on or with the form information demonstrating it maintains an GTH executing agent operation: (1) physically staffed throughout each entire GTH trading session and (2) willing to accept and execute orders on behalf of customers, including customers for which the agent does not hold accounts. The designation will be effective the first business day of the following calendar month, subject to the Exchange's confirmation the TPH's GTH executing agent operations satisfies these two conditions, and will remain in effect until the Exchange receives an email from the TPH terminating its designation or the Exchange determines the TPH's GTH executing agent operation no longer satisfies these two conditions.

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Order Router Subsidy Program (6)(13)(29)(33)			
Description	Capacity Code	Subsidy Per Contract	Notes
ORS Program	C	$0.00	Cboe Options may enter into subsidy arrangements with Trading Permit Holders ("TPHs") or broker-dealers that are not Cboe Options Trading Permit Holders ("Non-Cboe Options TPHs") that provide certain routing functionalities to other Cboe Options TPHs, Non-Cboe Options TPHs and/or use such functionalities themselves. Participating TPHs or participating Non-Cboe Options TPHs will receive a payment from Cboe Options for every executed contract (excluding those executed in AIM or as a QCC) for orders routed to Cboe Options through that participating Cboe Options TPH or Non-Cboe Options TPH's system to subsidize their costs associated with providing order routing functionalities.
	F J L M B N U	$0.07	
		$0.07	ORS/CORS participants whose total aggregate non-customer ORS and CORS volume is greater than 0.25% of the total national volume (excluding volume in options classes included in Underlying Symbol List A, Sector Indexes (47), DJX, MRUT, MXEA, MXEF, NANOS, [or] XSP, or FLEX Micros) will receive an additional payment for all executed contracts exceeding that threshold during a calendar month.

Complex Order Router Subsidy Program (6)(13)(30)(33)			
Description	Capacity Code	Subsidy Per Contract	Notes
CORS Program	C	$0.00	Cboe Options may enter into subsidy arrangements with Trading Permit Holders ("TPHs") or broker-dealers that are not Cboe Options Trading Permit Holders ("Non-Cboe Options TPHs") that provide certain complex order routing functionalities to other Cboe Options TPHs, Non-Cboe Options TPHs and/or use such functionalities themselves. Participating TPHs or participating Non-Cboe Options TPHs will receive a payment from Cboe Options for every executed contract (excluding those executed in AIM or as a QCC) for complex orders routed to Cboe Options through that participating Cboe Options TPH or Non-Cboe Options TPH's system to subsidize their costs associated with providing order routing functionalities.
	F J L M B N U	$0.07	
		$0.07	ORS/CORS participants whose total aggregate non-customer ORS and CORS volume is greater than 0.25% of the total national volume (excluding volume in options classes included in Underlying Symbol List A, Sector Indexes (47), DJX, MRUT, MXEA, MXEF, NANOS, [or] XSP or FLEX Micros) will receive an additional payment for all executed contracts exceeding that threshold during a calendar month.

Frequent Trader Program (41)(12)(37)(42)(33)			VIX		SPX / SPXW		RUT	
Capacity	Capacity Code	Tier	Monthly VIX Contracts Traded	VIX Fee Rebate	Monthly SPX/ SPXW Contracts Traded	SPX/ SPXW Fee Rebate	Monthly RUT Contracts Traded	RUT Fee Rebate
Customer/ Professional Customer	C U	1	10,000 - 99,999	5%	10,000 - 49,999	3%	10,000 - 24,999	10%
		2	100,000 - 299,999	15%	50,000 - 99,999	6%	25,000 - 49,999	15%
		3	300,000 and above	25%	100,000 and above	9%	50,000 and above	25%

Notes
Customers ("C" capacity code) and Professional Customers ("U" capacity code) (collectively "customers") can obtain a unique identification number ("Frequent Trader ID" or "FTID") which can be appended by executing agents to orders submitted to Cboe Options during RTH, Curb and GTH for both manual and electronic execution. A "customer" for this purpose is a non-Trading Permit Holder, non-broker-dealer. A customer may obtain an FTID by registering for the program at the Frequent Trader Program website. Each customer is responsible for requesting that its executing agent(s) appends the customer's unique FTID to the customer's order(s). Executing agents however, will not be required by the Exchange to append FTIDs to orders, but may choose to do so voluntarily. The volume associated with each FTID will be aggregated to qualify for the tiers and fee rebates of customer transaction fees shown in the table. The highest achieved threshold rebate rate will apply from the first executed contract. The rebates will be based on the actual amount of fees assessed in accordance with the Fees Schedule (e.g., if a customer submits a VIX order for 30,000 contracts, that customer would be assessed fees for only the first 15,000 contracts under the Customer Large Trade Discount Program. Therefore, the customer's rebate would be based on the amount of the fees assessed for 15,000 contracts, not on the value of the total 30,000 contracts executed). The Exchange will disperse a customer's rebates, pursuant to the customer's instructions, as a direct payment. For trades for which volume should have been allocated to one or more FTIDs than were entered on the trade at the time of execution, an executing TPH may add or modify FTID information on post-trade records using the Clearing Editor for changes on the trade date or electronically submit such FTID information to the Exchange in a form and manner prescribed by the Exchange no later 4:29 pm CT, or by such time that the Exchange submits its final trade submission to the Options Clearing Corporation ("OCC") if later than 4:29 pm CT, on the trade date. FTIDs may not be added to orders that were executed prior to the customer registering for the Frequent Trader Program.

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Footnotes:	
Footnote Number	**Description**
1-5	No change
6	In the event of a Cboe Options System outage or other interruption of electronic trading on Cboe Options that lasts longer than 60 minutes, the Exchange will adjust the national volume in all underlying symbols excluding Underlying Symbol List A (34), Sector Indexes (47), MRUT, MXEA, MXEF, NANOS, DJX ,[and] XSP and FLEX Micros for the entire trading day.
7-9	No change
10	The Liquidity Provider Sliding Scale applies to Liquidity Provider (Cboe Options Market-Maker, DPM and LMM) transaction fees in all products except (1) Underlying Symbol List A (34), MRUT, NANOS, [and] XSP and FLEX Micros, and (2) volume executed in open outcry. A Liquidity Provider's standard per contract transaction fee shall be reduced to the fees shown on the sliding scale as the Liquidity Provider reaches the volume thresholds, including volume executed in open outcry, shown on the sliding scale in a month. The Exchange will aggregate the trading activity of separate Liquidity Provider firms for purposes of the sliding scale if there is at least 75% common ownership between the firms as reflected on each firm's Form BD, Schedule A. A Liquidity Provider shall be required to prepay, by January 10th, $2,400,000 in order to be eligible for the fees applicable to tiers 3 - 5 of the sliding scale for the entire year. A Liquidity Provider can elect to prepay $200,000 per month to be eligible for the fees applicable to tiers 3 - 5 of the sliding scale for the remainder of the year at any time during the year, but such prepayment (and eligibility) will only be applied prospectively for the remainder of the year. A TPH that chooses, for example, in June 2014 to prepay for the remainder of the year would pay $1,200,000 for the months of July-December. All prepay arrangements must be paid before the first calendar month in which they are to begin. Contract volume resulting from any of the strategies defined in Footnote 13 will apply towards reaching the sliding scale volume thresholds.
11	The Clearing Trading Permit Holder Fee Cap in all products except MRUT, NANOS, XSP, FLEX Micros, Underlying Symbol List A (34) and Sector Indexes (47) (the "Fee Cap"), the Cboe Options Proprietary Products Sliding Scale for Clearing Trading Permit Holder Proprietary Orders (the "Proprietary Products Sliding Scale") and the Clearing Trading Permit Holder Proprietary VIX Sliding Scale (the "VIX Sliding Scale") apply to (i) Clearing Trading Permit Holder proprietary orders ("F" capacity code), and (ii) orders of Non-Trading Permit Holder Affiliates of a Clearing Trading Permit Holder. A "Non-Trading Permit Holder Affiliate" for this purpose is a 100% wholly-owned affiliate or subsidiary of a Clearing Trading Permit Holder that is registered as a United States or foreign broker-dealer and that is not a Cboe Options Trading Permit Holder. Only proprietary orders of the Non-Trading Permit Holder Affiliate that clear through a Cboe Options-registered OCC clearing number(s) will be included in calculating the Fee Cap, Proprietary Products Sliding Scale and VIX Sliding Scale. Such orders must be marked with a code approved by the Exchange identifying the orders as eligible for the Fee Cap, Proprietary Products Sliding Scale and VIX Sliding Scale (i.e., "L" capacity code). The Exchange will aggregate the fees and trading activity of separate Clearing Trading Permit Holders for the purposes of the Fee Cap, Proprietary Products Sliding Scale and VIX Sliding Scale if there is at least 75% common ownership between the Clearing Trading Permit Holders as reflected on each Clearing Trading Permit Holder's Form BD, Schedule A. A Clearing Trading Permit Holder's fees and contracts executed pursuant to a CMTA agreement (i.e., executed by another clearing firm and then transferred to the Clearing Trading Permit Holder's account at the OCC) are aggregated with the Clearing Trading Permit Holder's non-CMTA fees and contracts for purposes of the Fee Cap, Proprietary Products Sliding Scale and VIX Sliding Scale. The actual transaction fees resulting from any of the strategies defined in Footnote 13, after relevant caps are applied, will apply towards reaching the Fee Cap. However, contract volume from any such strategies for which the strategy cap is applied will not apply towards reaching the multi-list qualifying tiers for the Proprietary Products Sliding Scale. For facilitation orders (other than Sector Indexes (47), FLEX Micros and Underlying Symbol List A (34)) executed in open outcry, Cboe Options will assess no Clearing Trading Permit Holder Proprietary transaction fees. For facilitation orders for Sector Indexes (47) executed in open outcry, Cboe Options does not assess Clearing Trading Permit Holder Proprietary transaction fees. "Facilitation orders" for this purpose are defined as any order in which a Clearing Trading Permit Holder ("F" capacity code) or Non-Trading Permit Holder Affiliate ("L " capacity code) is contra to any other origin code, provided the same executing broker and clearing firm are on both sides of the transaction for open outcry following any post-trade changes made on the trade date.
12-13	No change
14	The Surcharge Fees apply to all non-public customer transactions (i.e. Cboe Options and non-Trading Permit Holder market-maker, Clearing Trading Permit Holder, JBO participant, and broker-dealer), including professionals, except for FLEX Micro transactions.
15-16	No change
17	The FLEX Surcharge Fee applies to all orders (all capacity codes) executed electronically, except for Cboe Compression Service ("CCS") and FLEX Micro transactions. The FLEX Surcharge Fee will only be charged up to the first 2,500 contracts per trade.
18	[The AIM Contra Execution Fee applies] Applicable standard transaction fees will apply to all orders [(excluding facilitation orders, per footnote 11) in all products, except MRUT, NANOS, XSP,Sector Indexes (47) and Underlying Symbol List A (34),] executed in the Automated Improvement Mechanism ("AIM"), Solicitation Auction Mechanism ("SAM"), FLEX AIM and FLEX SAM auctions, that were initially entered as the contra party to an Agency/Primary Order unless otherwise indicated in the Rate Tables. [Applicable standard transaction fees will apply to AIM, SAM, FLEX AIM and FLEX SAM executions in MRUT, NANOS, XSP, Sector Indexes (47) and Underlying Symbol List A (34)]
19	[The AIM Agency/Primary Fee applies] Applicable standard transaction fees will apply to all [broker-dealer, non-Trading Permit Holder market-maker, JBO participant and professional] orders [in all products, except VIX,] executed in AIM, SAM FLEX AIM and FLEX SAM auctions, that were initially entered as an Agency/Primary Order unless otherwise indicated in the Rate Tables. [This fee will apply to such executions instead of the applicable standard transaction fee except in VIX where standard transaction fees will apply.]

Footnote Number	Footnotes (Continued): Description
20	[The AIM Responder Fee applies] Applicable standard transaction fees will apply to all [Clearing Trading Permit Holder, non-Trading Permit Holder Affiliate, broker-dealer, non-Trading Permit Holder market-maker, JBO participant and professional] orders [in all products, except Sector Indexes (47) and Underlying Symbol List A (34),] executed in AIM, SAM, FLEX AIM, and FLEX SAM auctions, that were initially entered as an AIM Response unless otherwise indicated in the Rate Tables.
21	No change
22	For all non-facilitation business executed in AIM or open outcry, or as a QCC or FLEX transaction, transaction fees for Clearing Trading Permit Holder Proprietary and/or their Non-Trading Permit Holder Affiliates (as defined in footnote 11) in all products except MRUT, NANOS, XSP, FLEX Micros, Sector Indexes (47) and Underlying Symbol List A (34), in the aggregate, are capped at $65,000 per month per Clearing Trading Permit Holder. As Cboe Options assesses no Clearing Trading Permit Holder Proprietary transaction fees for facilitation orders (other than Underlying Symbol List A (34)) (as described in footnote 11), such trades will not count towards the cap. Surcharge fees do not count towards the cap.
23-28	No change
29	Any Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer would be permitted to avail itself of this arrangement, provided that its order routing functionality incorporates certain features and satisfies Cboe Options that it appears to be robust and reliable. To qualify for the subsidy arrangement, a Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer's order routing functionality has to: (i) enable the electronic routing of orders to all of the U.S. options exchanges, including Cboe Options; (ii) provide current consolidated market data from the U.S. options exchanges; and (iii) be capable of interfacing with Cboe Options's API to access current Cboe Options trade engine functionality. The routing system also needs to cause Cboe Options to be the default destination exchange for individually executed marketable non-customer orders if Cboe Options is at the national best bid or offer ("NBBO"), regardless of size or time, but allow any user to manually override Cboe Options as the default destination on an order-by-order basis. The order routing functionality is required to incorporate a function allowing orders at a specified price to be sent to multiple exchanges with a single click (a "sweep function") and the sweep function would need to be configured to cause an order to be sent to Cboe Options for up to the full size quoted by Cboe Options if Cboe Options is at the NBBO. Participating Cboe Options Trading Permit Holders and Non-Cboe Options Trading Permit Holders are solely responsible for implementing and operating its system. Cboe Options does not make payments under the program with respect to executed contracts in options classes included in Underlying Symbols List A (34), Sector Indexes (47), DJX, MXEA, MXEF, [or] XSP or FLEX Micros or with respect to complex orders or spread orders. The Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer has to agree that they are not entitled to receive any other revenue for the use of its system, specifically with respect to orders routed to Cboe Options. Participating Cboe Options Trading Permit Holders and Non-Cboe Options Trading Permit Holders are not precluded, however, from receiving payment for order flow if they choose to do so. Nothing about the subsidy arrangement relieves any Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer that is using an order routing functionality whose provider is participating in the ORS Program from complying with its best execution obligations. Specifically, just as with any customer order and any other routing functionality, both a Cboe Options Trading Permit Holder and a non-Cboe Options Trading Permit Holder broker-dealer have an obligation to consider the availability of price improvement at various markets and whether routing a customer order through a functionality that incorporates the features described above would allow for access to such opportunities if readily available. Any user, whether or not a Cboe Options Trading Permit Holder, needs to conduct best execution evaluations on a regular basis, at a minimum quarterly, that include its use of any router incorporating the features described above.
30	Any Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer is permitted to avail itself of this arrangement, provided that its complex order routing functionality incorporates certain features and satisfies Cboe Options that it appears to be robust and reliable. To qualify for the subsidy arrangement, a Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer's order routing functionality has to: (i) be capable of interfacing with Cboe Options's API to access current Cboe Options trade engine functionality; (ii) cause Cboe Options to be the default destination exchange for non-customer complex orders, but allow any user to manually override Cboe Options as the default destination on an order-by-order basis; and (iii) provide current consolidated market data for complex orders from the U.S. options exchanges that offer complex order execution systems. In the event that a U.S. options exchange begins offering complex order execution systems after May 6, 2013, each participating Cboe Options Trading Permit Holder and Participating Non-Cboe Options Trading Permit Holder broker-dealer shall have forty-five (45) days from the date that system is first offered to include that exchange's market data for complex orders into the consolidated market data for complex orders provided by its order routing functionality. For purposes of the CORS Program, a "complex order" shall have the definition set forth in the first sentence of the "Complex Order" definition in Cboe Options Rule 1.1. Each Participating Cboe Options Trading Permit Holder and Non-Cboe Options Trading Permit Holder is solely responsible for implementing and operating its system. Cboe Options does not make payments under the program with respect to executed contracts in options classes included in Underlying Symbols List A (34), Sector Indexes (47), DJX, MRUT, MXEA, MXEF, NANOS, [or] XSP or FLEX Micros. The Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer has to agree that it is not entitled to receive any other revenue for the use of its system, specifically with respect to complex orders routed to Cboe Options. Participating Cboe Options Trading Permit Holders and Non-Cboe Options Trading Permit Holders are not precluded, however, from receiving payment for order flow if they choose to do so. Nothing about the subsidy arrangement relieves any Cboe Options Trading Permit Holder or Non-Cboe Options Trading Permit Holder broker-dealer that is using an order routing functionality whose provider is participating in the CORS Program from complying with its best execution obligations. Specifically, just as with any customer order and any other routing functionality, both a Cboe Options Trading Permit Holder and a non-Cboe Options Trading Permit Holder broker-dealer have an obligation to consider the availability of price improvement at various markets and whether routing a customer order through a functionality that incorporates the features described above would allow for access to such opportunities if readily available. Any user, whether or not a Cboe Options Trading Permit Holder, needs to conduct best execution evaluations on a regular basis, at a minimum quarterly, that include its use of any router incorporating the features described above.
31-32	No change
33	[For the month of October 2019, adjustments to transaction fees, such as sliding scales and incentive programs, will be calculated separately for the period of October 1, 2019 through October 4, 2019 and for the period of October 7, 2019 through October 31, 2019 for the following programs: Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale Adjustment Table, SPX Liquidity Provider Sliding Scale, Volume Incentive Program, Affiliate Volume Plan, Clearing Trading Permit Holder Proprietary Products Sliding Scale, Clearing Trading Permit Holder VIX Sliding Scale, and the Select Customer Options Reduction ("SCORe") Program.] FLEX Micro Options are excluded from the following programs: SPX/SPXW and SPESG Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale, Liquidity Provider Sliding Scale Adjustment Table, Volume Incentive Program, Break-Up Credits, Affiliate Volume Plan, Marketing Fee, Clearing Trading Permit Holder Proprietary Products Sliding Scale, Clearing Trading Permit Holder Fee Cap, Select Customer Options Reduction ("SCORe") Program, Customer Large Trade Discount, Market-Maker Tier Appointment Fee thresholds, Floor Broker Trading Surcharge thresholds, Floor Broker Sliding Scale Rebate Program, Floor Broker ADV Discount, Floor Brokerage Fees, Floor Brokerage Fees Discount Scale, GTH Executing Agent Subsidy Program, Order Router Subsidy Program, Complex Order Router Subsidy Program, and Frequent Trader Program.
34	No change
35	Per contract per side surcharge for noncustomer complex order executions that remove liquidity from the COB and auction responses in the Complex Order Auction ("COA") and the Automated Improvement Mechanism ("AIM") in all classes except MRUT, NANOS, XSP, FLEX Micros, Sector Indexes (47) and Underlying Symbol List A. The surcharge will not be assessed, however, on noncustomer complex order executions originating from a Floor Broker PAR, electronic executions against single leg markets, for stock-option order executions, or for noncustomer, non-Market-Maker AIM Responses (20). Auction responses in COA and AIM for noncustomer complex orders in Penny classes will be subject to a cap of $0.50 per contract, which includes the applicable transaction fee, Complex Surcharge and Marketing Fee (if applicable).

Footnote Number	Footnotes (Continued): Description
36	The Exchange shall credit each Trading Permit Holder the per contract amount resulting from each public customer ("C" capacity code) order transmitted by that Trading Permit Holder which is executed electronically on the Exchange in all underlying symbols excluding Underlying Symbol List A (34), Sector Indexes (47), DJX, MRUT, MXEA, MXEF, NANOS, XSP, FLEX Micros, QCC trades, public customer to public customer electronic complex order executions, and executions related to contracts that are routed to one or more exchanges in connection with the Options Order Protection and Locked/Crossed Market Plan referenced in Rule 5.67, provided the Trading Permit Holder meets certain percentage thresholds in a month as described in the Volume Incentive Program (VIP) table. This payment will be calculated from the first executed contract at the applicable threshold per contract credit. The percentage thresholds are calculated based on the percentage of national customer volume in all underlying symbols excluding Underlying Symbol List A (34), Sector Indexes (47), MRUT, MXEA, MXEF, NANOS, DJX, [and] XSP and FLEX Micros entered and executed over the course of the month. Volume will be recorded for all include origins noted below and credits for customer contracts only will be delivered to the TPH Firm that enters the order into Cboe Command. The Exchange will aggregate the contracts resulting from customer, broker-dealer ("B" capacity code), joint back-office ("J" capacity code) and professional customer ("U" capacity code) orders transmitted and executed electronically on the Exchange from affiliated Trading Permit Holders for purposes of the thresholds described in the VIP table, provided there is at least 75% common ownership between the firms as reflected on each firm's Form BD, Schedule A. Additionally, the Exchange will aggregate all the contracts contained in any complex order (e.g., a 10 lot butterfly spread will count as 40 contracts). In the event of a Cboe Options System outage or other interruption of electronic trading on Cboe Options, the Exchange will adjust the national customer volume in all underlying symbols excluding Underlying Symbol List A (34), Sector Indexes (47), MRUT, MXEA, MXEF, NANOS, DJX, [and] XSP and FLEX Micros for the entire trading day. A Trading Permit Holder may request to receive its credit under the VIP as a separate direct payment.

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