C2 Regulatory Circular C2 RG12-027

To: Trading Permit Holders
From: Finance and Administration
Date: May 30, 2012
Re: June 2012 Fee Changes

This circular explains June 2012 changes to the Fees Schedule for C2 Options Exchange, Incorporated (the "Exchange" or "C2").

Connectivity Charges

Currently the Exchange offers 1-gigabyte network access ("1GB") to connect to C2's trading system. Beginning June 1, 2012, 10-gigabyte connectivity ("10GB") to market participants will be available for the C2 and the CBOE Stock Exchange ("CBSX") markets that reside at Equinix NY4 facility in Secaucus, NJ. This connectivity will be for trading (FIX and CMI) access and for the receiving of C2 and CBSX market data. Access to a 10GB Network Access Port will be $1,000/month ($2,000/month for Sponsored Users).

As a result of these changes, effective June 1, 2012, C2 Connectivity Charges are as follows:

Fee	Cost per Month
Network Access Port (1GB)*	$ 500
Network Access Port/Sponsored User (1GB)*	$1,000
Network Access Port (10GB)*	$1,000
Network Access Port/Sponsored User (10GB)*	$2,000
CMI Login ID	$ 500
CMI Login ID/Sponsored User	$1,000
FIX Login ID	$ 500
FIX Login ID/Sponsored User	$1,000

*C2 market participants can elect to connect to C2's trading system via either a 1-gigabyte or a 10-gigabyte Network Access Port. Regardless of which is chosen, the Network Access Port Fee is assessed for each port that provides direct access to C2's trading system.

Continuation of Waiver of SPXpm Tier Appointment Surcharge

C2 is continuing the waiver of the SPXpm class appointment surcharge of $4,000/month through August 31, 2012.

Complex Orders in Multiply-Listed, Equity and ETF Options Classes

Subject to SEC review, the Exchange is amending the Fees Schedule for complex orders in multiply-listed, equity and ETF options classes. The rebate that would otherwise apply to Public Customer orders will not apply when a Public Customer order is trading with another Public Customer Order. In such a circumstance, there will be no Maker or Taker fee or rebate.

As a result of this change, the following rates apply to complex orders in multiply-listed, equity and ETF options classes (listed rates are per contract):

	Maker Fee/(Rebate)	**Taker Fee/(Rebate)**
Public Customer	($.35)*	($.35)*
C2 Market-Maker	$.10	$.35
All Other Origins (Professional Customer, Firm, Broker/Dealer, non-C2 Market-Maker, etc.)	$.20	$.35
Trades on the Open	$.00	$.00

* The rebate does not apply to Public Customer orders that trade with other Public Customer orders. In such a circumstance, there will be no Maker or Taker fee or rebate.

The complete C2 Fee Schedule is posted at:
http://www.c2exchange.com/publish/C2FeeSchedule/C2FeeSchedule.pdf

Questions regarding Connectivity may be directed to api@cboe.com. Questions regarding SPXpm Market Maker appointments may be directed to Allison Kile at (312) 786-7210 or kilea@cboe.com. Questions regarding complex orders may be directed to Don Patton at (312) 786-7026 or patton@cboe.com, or to Brian Killian at (312) 786-7044 or killianb@cboe.com.