

**AMENDMENT NO. 24****JOINT SELF-REGULATORY ORGANIZATION PLAN GOVERNING THE COLLECTION,  
CONSOLIDATION AND DISSEMINATION OF QUOTATION AND TRANSACTION  
INFORMATION FOR NASDAQ-LISTED SECURITIES TRADED ON EXCHANGES ON AN  
UNLISTED TRADING PRIVILEGE BASIS**

AGREEMENT made as of the \_\_\_ day of \_\_\_\_\_, 2010, by the undersigned registered national securities association and national securities exchanges (collectively referred to as the "Participants"), that are parties to the above-cited plan (the "UTP Plan") submitted to the Securities and Exchange Commission ("Commission").

The parties agree as follows:

1. Section I (Participants) shall be amended to read as follows (deletions are in brackets and additions are in bold and underlined):

I. Participants.

The Participants include the following:

A. Participants

1. BATS Exchange, Inc.  
8050 Marshall Drive, Ste. 120,  
Lenexa, KS 66214
- 2. BATS Y-Exchange, Inc**  
**8050 Marshall Drive, Ste 120,**  
**Lenexa, KS 66214**
- 3**[2]. Chicago Board Options Exchange, Inc.  
400 South LaSalle Street, 26<sup>th</sup> Floor  
Chicago, Illinois 60605
- 4**[3]. Chicago Stock Exchange  
440 South LaSalle Street  
Chicago, Illinois 60605
- 5**[4]. EDGA Exchange, Inc.  
545 Washington Boulevard  
Sixth Floor  
Jersey City, NJ 07310
- 6**[5]. EDGX Exchange, Inc.  
545 Washington Boulevard

Sixth Floor  
Jersey City, NJ 07310

- 7**[6]. Financial Industry Regulatory Authority, Inc.  
1735 K Street, N.W.  
Washington, D.C. 20006
- 8**[7]. International Securities Exchange, LLC  
60 Broad Street  
New York, New York 10004
- 9**[8]. NASDAQ OMX BX, Inc.  
One Liberty Plaza  
New York, New York 10006
- 10**[9]. NASDAQ OMX PHLX, Inc.  
1900 Market Street  
Philadelphia, Pennsylvania 19103
- 11**[10]. National Stock Exchange, Inc.  
101 Hudson, Suite 1200  
Jersey City, NJ 07302
- 12**[11]. New York Stock Exchange LLC  
11 Wall Street  
New York, New York 10005
- 13**[12]. NYSE Amex, Inc.  
20 Broad Street  
New York, New York 10005
- 14**[13]. NYSE Arca, Inc.  
100 South Wacker Drive  
Suite 1800  
Chicago, IL 60606
- 15**[14]. The Nasdaq Stock Market LLC  
1 Liberty Plaza  
165 Broadway  
New York, NY 10006

\* \* \*

This amendment to the UTP Plan will be effective upon approval by the Commission.

The parties may execute this Agreement in counterparts, no one of which need contain all signatures of all executing parties. As many of the counterparts as shall together contain all such signatures will constitute one and the same instrument.

Except for the amendment contained herein, the UTP Plan is unchanged and remains in full force and effect.

\_\_\_\_\_

IN WITNESS WHEREOF, this Plan has been executed as of the \_\_ day of \_\_\_\_\_, 2010, by each of the Signatories hereto.

BATS EXCHANGE, INC.

CHICAGO BOARD OPTIONS  
EXCHANGE, INCORPORATED

By:\_\_\_\_\_

By:\_\_\_\_\_

CHICAGO STOCK EXCHANGE, INC.

EDGA EXCHANGE, INC.

By:\_\_\_\_\_

By:\_\_\_\_\_

EDGX EXCHANGE, INC.

FINANCIAL INDUSTRY REGULATORY  
AUTHORITY, INC.

By:\_\_\_\_\_

By:\_\_\_\_\_

INTERNATIONAL SECURITIES  
EXCHANGE, INC.

NASDAQ OMX BX, INC.

By:\_\_\_\_\_

By:\_\_\_\_\_

NASDAQ OMX PHLX, INC.

NASDAQ STOCK MARKET LLC

By:\_\_\_\_\_

By:\_\_\_\_\_

NATIONAL STOCK EXCHANGE, INC.

NEW YORK STOCK EXCHANGE LLC

By:\_\_\_\_\_

By:\_\_\_\_\_

NYSE AMEX, INC.

NYSE ARCA, INC.

By:\_\_\_\_\_

By:\_\_\_\_\_