	OMB APPROVAL
	OMB Number: 3235-0045
	Estimated average burden hours per response............38

Page 1 of * 36	SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 Form 19b-4	File No.* SR - 2018 - * 013 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) * ☐

Rule

Pilot ☐	Extension of Time Period for Commission Action * ☐	Date Expires *	19b-4(f)(1) ☐ 19b-4(f)(2) ☑ 19b-4(f)(3) ☐	19b-4(f)(4) ☐ 19b-4(f)(5) ☐ 19b-4(f)(6) ☐

Notice of proposed change pursuant to the Payment, Clearing, and Settlement Act of 2010	Security-Based Swap Submission pursuant to the Securities Exchange Act of 1934
Section 806(e)(1) * ☐ Section 806(e)(2) * ☐	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 amend the Cboe Data Services fee schedule to increase the fees for the BBO, BookDepth, and Complex Order Book data feeds

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 * Chris   Last Name * Solgan

Title * Assistant General Counsel

E-mail * csolgan@cboe.com

Telephone * (646) 856-8723   Fax

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934,

has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

(Title *)

Date 01/30/2018   Assistant General Counsel

By Chris Solgan

(Name *)

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

csolgan@cboe.com

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	

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	

Exhibit 1A- Notice of Proposed Rule Change, Security-Based Swap Submission, or Advance 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, security-based swap submission, or advance notice 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	

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.
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1.   Text of the Proposed Rule Change

        (a)   Pursuant to the provisions of Section 19(b)(1) of the Securities Exchange

Act of 1934 ("Act")[1] and Rule 19b-4 thereunder,[2] Cboe Exchange, Inc. (the "Exchange"

or "Cboe") proposes to amend the Cboe Data Services ("CDS") fee schedule to increase

the fees for the BBO, Book Depth, and Complex Order Book ("COB") data feeds.

Changes to the CDS fee schedule pursuant to this proposal are effective upon filing.

        The proposed changes to the CDS fee schedule are attached as Exhibit 5 and are

available on the Exchange's website at www.cboe.com, at the Exchange's principal

office and at the Public Reference Room of the Commission. Material proposed to be

added is underlined. Material proposed to be deleted is enclosed in brackets.

        (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 January 17, 2018.

        (b)   The persons on the Exchange staff prepared to respond to questions and

comments on the proposed rule change are:

Joanne Moffic-Silver	Chris Solgan
Executive Vice President, General	Assistant General Counsel
Counsel, and Corporate Secretary	(646) 856-8723
(312) 786-7462	

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

        (a)   Purpose

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

[2]   17 CFR 240.19b-4.

The Exchange proposes to amend the CDS fee schedule to increase the fees for the BBO, Book Depth, and COB data feeds.

BBO and Book Depth Data Feed

The BBO Data Feed is a real-time data feed that includes the following information: (i) outstanding quotes and standing orders at the best available price level on each side of the market; (ii) executed trades time, size, and price; (iii) totals of customer versus non-customer contracts at the best bid and offer ("BBO"); (iv) all-or-none contingency orders priced better than or equal to the BBO; (v) expected opening price and expected opening size; (vi) end-of-day summaries by product, including open, high, low, and closing price during the trading session; (vi) recap messages any time there is a change in the open, high, low or last sale price of a listed option; (vii) COB information; and (viii) product IDs and codes for all listed options contracts. The quote and last sale data contained in the BBO data feed is identical to the data sent to the Options Price Reporting Authority ("OPRA") for redistribution to the public.

The Book Depth Data Feed is a real-time, low latency data feed that includes all data contained in the BBO Data Feed described above plus outstanding quotes and standing orders up to the first four price levels on each side of the market, with aggregate size ("Book Depth").

CDS currently charges a Data Fee, payable by a Customer, of $7,000 per month for internal use and external redistribution of the BBO and/or Book Depth data feeds.[3]

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[3]   A BBO Data Feed "Customer" is any person, company or other entity that, pursuant to a market data agreement with CDS, is entitled to receive data, either directly from CDS or through an authorized redistributor (i.e., a Customer or an extranet service provider), whether that data is distributed externally or used internally. The CDS fee schedule for Exchange data is located at

The Data Fee entitles a Customer to provide the BBO and/or the Book Depth data feed to an unlimited number of internal users and Devices[4] within the Customer. A Customer receiving the BBO and/or Book Depth data feeds from another Customer is assessed the Data Fee by CDS pursuant to its own market data agreement with CDS, and is entitled to use the Data internally and/or distribute it externally[5]. All Customers have the same rights to utilize the data internally and/or distribute it externally as long as the Customer has entered into a written agreement with CDS for the data and pays the Data Fee.

The Exchange proposes to increase the Data Fee for both the BBO and Book Depth data feeds from $7,000 per month to $9,000 per month.[6] The Exchange is not proposing to amend the User Fee for either the BBO or Book Depth data feeds. The Data Fee for the Book Depth data feed will continue to be waived for Customers who also purchase the companion BBO data feed.[7]

COB Data Feed

The COB Data Feed is a real-time data feed that includes data regarding the Exchange's Complex Order Book and related complex order information. The COB

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https://www.cboe.org/general-info/pdfframed?content=/publish/mdxfees/cboe-cds-fees-schedule-for-cboe-datafeeds.pdf&section=SEC_MDX_CSM&title=Cboe%20CDS%20Fees%20Schedule.

[4] A "Device" means any computer, workstation or other item of equipment, fixed or portable, that receives, accesses and/or displays data in visual, audible or other form.

[5] A Customer may choose to receive the data from another Customer rather than directly from CDS's system because it does not want to or is not equipped to manage the technology necessary to establish a direct connection to CDS.

[6] The Exchange also proposes to amend the first column of the BBO Data Feed fees to identify Cboe as "Cboe Options" to be consistent with the Depth Book and COB data feed fee descriptions.

[7] Such COB Data Feed Customers are still subject to User Fees.

Data Feed contains the following information for all Exchange-traded complex order

strategies (multi-leg strategies such as spreads, straddles and buy-writes): (i) outstanding

quotes and standing orders on each side of the market with aggregate size, (ii) data with

respect to executed trades ("last sale data"), and (iii) totals of customer versus non-

customer contracts.

CDS currently charges Customers[8] of the COB Data Feed a Data Fee of $100 per

month plus applicable User Fees. The Exchange now proposes to increase the Data Fee

for the COB data feed from $100 to $3,000 per month. The Exchange notes that it had

previously charged a Data Fee of $3,000 per month for the COB Feed[9] and later reduced

that fee to its current rate to incentive further redistribution of the data feed.[10] The

Exchange now proposes to return the fee for the COB data feed to its original rate to

bring the cost of the data feed in line with that of similar data feeds offered by other

exchanges. The Exchange is not proposing to amend the User Fee for either the COB

data feed. The Data Fee for the COB Data Feed would continue to be waived for

Customers of the BBO and/or Book Depth data feeds.[11]

Implementation Date

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[8]   A Customer is any person, company or other entity that, pursuant to a market data agreement with CDS, is entitled to receive data, either directly from CDS or through an authorized redistributor (i.e., a Customer or an extranet service provider), whether that data is distributed externally or used internally. The CDS fee schedule for Exchange data is located at https://www.cboe.org/general-info/pdfframed?content=/publish/mdxfees/cboe-cds-fees-schedule-for-cboe-datafeeds.pdf&section=SEC_MDX_CSM&title=Cboe%20CDS%20Fees%20Schedule.

[9]   See Securities Exchange Act Release No. 70683 (October 15, 2013), 78 FR 62798 (October 22, 2013) (SR-CBOE-2013-087).

[10]   See Securities Exchange Act Release No. 73955 (December 30, 2014), 80 FR 598 (January 6, 2015) (SR-CBOE-2014-094).

[11]   Such COB Data Feed Customers are still subject to User Fees.

The Exchange intends to implement the proposed fees on February 1, 2018.

(b)   Statutory Basis

The Exchange believes that the proposed rule change is consistent with the

objectives of Section 6 of the Act,[12] in general, and furthers the objectives of Section

6(b)(4),[13] in particular, as it is designed to provide for the equitable allocation of

reasonable dues, fees and other charges among its members and other recipients of

Exchange data. The Exchange believes that the proposed rates are equitable and non-

discriminatory in that they apply uniformly to all recipients of Exchange data. The

Exchange believes the proposed fees are competitive with those charged by other venues

and, therefore, reasonable and equitably allocated to recipients.

The Exchange believes that the proposed rule change is consistent with Section

11(A) of the Act[14] in that it supports (i) fair competition among brokers and dealers,

among exchange markets, and between exchange markets and markets other than

exchange markets and (ii) the availability to brokers, dealers, and investors of

information with respect to quotations for and transactions in securities. Furthermore, the

proposed rule change is consistent with Rule 603 of Regulation NMS,[15] which provides

that any national securities exchange that distributes information with respect to

quotations for or transactions in an NMS stock do so on terms that are not unreasonably

discriminatory. In adopting Regulation NMS, the Commission granted self-regulatory

organizations and broker-dealers increased authority and flexibility to offer new and

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[12]   15 U.S.C. 78f.

[13]   15 U.S.C. 78f(b)(4).

[14]   15 U.S.C. 78k-1.

[15]   17 CFR 242.603.

unique market data to the public. It was believed that this authority would expand the amount of data available to consumers, and also spur innovation and competition for the provision of market data.

In addition, the proposed fees would not permit unfair discrimination because all of the Exchange's customers and market data vendors who subscribe to the above data feeds will be subject to the proposed fees. The above data feeds are distributed and purchased on a voluntary basis, in that neither the Exchange nor market data distributors are required by any rule or regulation purchase this data or to make this data available. Accordingly, distributors and users can discontinue use at any time and for any reason, including due to an assessment of the reasonableness of fees charged. Firms have a wide variety of alternative market data products from which to choose, such as similar proprietary data products offered by other exchanges and consolidated data. Moreover, the Exchange is not required to make any proprietary data products available or to offer any specific pricing alternatives to any customers.

In addition, the fees that are the subject of this rule filing are constrained by competition. As explained below in the Exchange's Statement on Burden on Competition, the existence of alternatives to the above data feeds further ensure that the Exchange cannot set unreasonable fees, or fees that are unreasonably discriminatory, when vendors and subscribers can elect such alternatives. That is, the Exchange competes with other exchanges (and their affiliates) that provide similar market data products. For example, the above data feeds provide investors with alternative market data and competes with similar market data product currently offered by other exchanges. If another exchange (or its affiliate) were to charge less to distribute its similar product

than the Exchange charges for the above data feeds, prospective users likely would not subscribe to, or would cease subscribing to either market data product.

The Exchange notes that the Commission is not required to undertake a cost-of-service or rate-making approach. The Exchange believes that, even if it were possible as a matter of economic theory, cost-based pricing for non-core market data would be so complicated that it could not be done practically.[16]

BBO Data Feed

The Exchange believes the proposed increase in the Data Fee for BBO data is equitable and not unfairly discriminatory because it would apply equally to all Customers. The Exchange believes the proposed Data Fee is reasonable because it compares favorably to fees that other markets charge for similar products. For example,

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[16]   The Exchange believes that cost-based pricing would be impractical because it would create enormous administrative burdens for all parties, including the Commission, to cost-regulate a large number of participants and standardize and analyze extraordinary amounts of information, accounts, and reports. In addition, it is impossible to regulate market data prices in isolation from prices charged by markets for other services that are joint products. Cost-based rate regulation would also lead to litigation and may distort incentives, including those to minimize costs and to innovate, leading to further waste. Under cost-based pricing, the Commission would be burdened with determining a fair rate of return, and the industry could experience frequent rate increases based on escalating expense levels. Even in industries historically subject to utility regulation, cost-based ratemaking has been discredited. As such, the Exchange believes that cost-based ratemaking would be inappropriate for proprietary market data and inconsistent with Congress's direction that the Commission use its authority to foster the development of the national market system, and that market forces will continue to provide appropriate pricing discipline. See Appendix C to NYSE's comments to the Commission's 2000 Concept Release on the Regulation of Market Information Fees and Revenues, which can be found on the Commission's website at http://www.sec.gov/rules/concept/s72899/buck1.htm. See also Securities Exchange Act Release No. 73816 (December 11, 2014), 79 FR 75200 (December 17, 2014) (SR-NYSE-2014-64) (Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Establish an Access Fee for the NYSE Best Quote and Trades Data Feed, Operative December 1, 2014).

Nasdaq PHLX LLC ("PHLX") charges Internal Distributors a monthly fee of $4,500 per

organization and External Distributors a monthly fee of $5,000 per organization for its

"TOPO Plus Orders" data feed, which like the BBO Data Feed includes top-of-book data

(including orders, quotes and trades) and other market data.[17] Nasdaq ISE, LLC ("ISE")

offers a "Top Quote Feed", which includes top-of-book data, and a separate "Spread

Feed", which like the BBO Data Feed includes order and quote data for complex

strategies. ISE charges distributors of its Top Quote Feed a base monthly fee of $3,000

and distributors of its Spread Feed a base monthly fee of $3,000[18] (totally $6,000 in the

aggregate to receive the same data as offered by the BBO feed). The Exchange believes

the proposed rate is reasonable based on the value of the market data included in the BBO

feed and the market share that the data represents. The Exchange also notes that

Customers who receive the BBO feed may also receive the Book Depth and COB data

feeds at no extra charge.

Book Depth Data Feed

The Exchange believes the proposed Data Fee for the Book Depth Data Feed is

equitable and not unfairly discriminatory because it would apply equally to all

Customers. The Exchange believes the proposed Data Fee is reasonable because it

compares favorably to fees that other markets charge for similar products. For example,

PHLX charges Internal Distributors a monthly fee of $4,000 and External Distributors a

monthly fee of a $4,500 for its Depth data feed that includes full depth of quotes and

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[17]   See Section IX of the PHLX Pricing Schedule (setting forth the fees for
         proprietary market data).

[18]   See Sections VIII(h) and (I) of the Nasdaq ISE Schedule of Fees.

orders and last sale data for options listed on PHLX.[19] In addition, ISE charges a $5,000

per month distributor fee for its Real-time Depth of Market data feed.[20] The Exchange

also notes that Customers who receive the Book Depth feed may also receive the BBO

and COB data feeds at no extra charge. The Exchange believes the proposed rate is

reasonable based on the value of the market data included in the BBO feed and the

market share that the data represents.

COB Data Feed

The Exchange believes the proposed Data Fee for the COB Data Feed is

equitable, reasonable, and not unfairly discriminatory because they would apply equally

to all Customers of the COB Data Feed. The Exchange notes that it had previously

charged a Data Fee of $3,000 per month for the COB Feed[21] and later reduced that fee to

its current rate to incentive further redistribution of the data feed.[22] The Exchange now

proposes to return the fee for the COB data feed to its original rate to bring the cost of the

data feed in line with that of similar data feeds offered by other exchanges. For example,

ISE charges distributors of its Spread Feed a base monthly fee of $3,000,[23] equal to what

the Exchange proposes to charge for the COB data feed. The Exchange also notes that

Customers who receive the BBO and Book Depth feeds may also receive the COB data

feed at no extra charge. The Exchange believes the proposed rate is reasonable based on

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[19]   See supra note 17.

[20]   See Section VIII(f) of the Nasdaq ISE Schedule of Fees.

[21]   See Securities Exchange Act Release No. 70683 (October 15, 2013), 78 FR
         62798 (October 22, 2013) (SR-CBOE-2013-087).

[22]   See Securities Exchange Act Release No. 73955 (December 30, 2014), 80 FR 598
         (January 6, 2015) (SR-CBOE-2014-094).

[23]   See Sections VIII(I) of the Nasdaq ISE Schedule of Fees.

the value of the market data included in the COB feed and the market share that the data

represents.

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

The Exchange does not believe that the proposed rule change will result in any

burden on competition that is not necessary or appropriate in furtherance of the purposes

of the Act, as amended. The Exchange's ability to price the BBO, Book Depth, ad COB

data feeds is constrained by: (i) competition among exchanges that compete with each

other in a variety of dimensions; (ii) the existence of inexpensive real-time consolidated

data and market-specific data and free delayed data; and (iii) the inherent contestability of

the market for proprietary data.

An exchange's ability to price its proprietary data feed products is constrained by

(1) the existence of actual competition for the sale of such data, (2) the joint product

nature of exchange platforms, and (3) the existence of alternatives to proprietary data.

The Existence of Actual Competition. The Exchange believes competition

provides an effective constraint on the market data fees that the Exchange, through CDS,

has the ability and the incentive to charge. The Exchange has a compelling need to

attract order flow from market participants in order to maintain its share of trading

volume. This compelling need to attract order flow imposes significant pressure on the

Exchange to act reasonably in setting its fees for market data, particularly given that the

market participants that will pay such fees often will be the same market participants

from whom the Exchange must attract order flow. These market participants include

broker-dealers that control the handling of a large volume of customer and proprietary

order flow. Given the portability of order flow from one exchange to another, any

exchange that sought to charge unreasonably high data fees would risk alienating many

of the same customers on whose orders it depends for competitive survival. The

Exchange currently competes with fourteen options exchanges (including its affiliate, C2)

for order flow.[24]

In addition, in the case of products that are distributed through market data

vendors, the market data vendors themselves provide additional price discipline for

proprietary data products because they control the primary means of access to certain end

users. These vendors impose price discipline based upon their business models. For

example, vendors that assess a surcharge on data they sell are able to refuse to offer

proprietary products that their end users do not or will not purchase in sufficient numbers.

Internet portals, such as Google, impose price discipline by providing only data that they

believe will enable them to attract "eyeballs" that contribute to their advertising revenue.

Similarly, Customers will not offer the BBO, Book Depth or COB Data Feeds unless

these products will help them maintain current users or attract new ones. For example, a

broker-dealer will not choose to offer the BBO, Book Depth or COB Data Feeds to its

retail customers unless the broker-dealer believes that the retail customers will use and

value the data and the provision of such data will help the broker-dealer maintain the

customer relationship, which allows the broker-dealer to generate profits for itself.

Professional users will not request any of these feeds from Customers unless they can use

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[24]   The Commission has previously made a finding that the options industry is
         subject to significant competitive forces. See e.g., Securities Exchange Act
         Release No. 59949 (May 20, 2009), 74 FR 25593 (May 28, 2009) (SR–ISE–
         2009–97) (order approving ISE's proposal to establish fees for a real-time depth
         of market data offering).

the data for profit-generating purposes in their businesses. All of these operate as constraints on pricing proprietary data products.

Joint Product Nature of Exchange Platform. Transaction execution and proprietary data products are complementary in that market data is both an input and a byproduct of the execution service. In fact, market data and trade executions are a paradigmatic example of joint products with joint costs. The decision whether and on which platform to post an order will depend on the attributes of the platforms where the order can be posted, including the execution fees, data quality, and price and distribution of their data products. The more trade executions a platform does, the more valuable its market data products become. The costs of producing market data include not only the costs of the data distribution infrastructure, but also the costs of designing, maintaining, and operating the exchange's transaction execution platform and the cost of regulating the exchange to ensure its fair operation and maintain investor confidence. The total return that a trading platform earns reflects the revenues it receives from both products and the joint costs it incurs. Moreover, an exchange's broker-dealer customers view the costs of transaction executions and market data as a unified cost of doing business with the exchange.

Analyzing the cost of market data product production and distribution in isolation from the cost of all of the inputs supporting the creation of market data and market data products will inevitably underestimate the cost of the data and data products. Thus, because it is impossible to obtain the data inputs to create market data products without a fast, technologically robust, and well-regulated execution system, system costs and regulatory costs affect the price of both obtaining the market data itself and creating and

distributing market data products. It would be equally misleading, however, to attribute all of an exchange's costs to the market data portion of an exchange's joint products. Rather, all of an exchange's costs are incurred for the unified purposes of attracting order flow, executing and/or routing orders, and generating and selling data about market activity. The total return that an exchange earns reflects the revenues it receives from the joint products and the total costs of the joint products.

The level of competition and contestability in the market is evident in the numerous alternative venues that compete for order flow, including 15 options self-regulatory organization ("SRO") markets, as well as internalizing broker-dealers ("BDs") and various forms of alternative trading systems ("ATSs"), including dark pools and electronic communication networks ("ECNs"). Competition among trading platforms can be expected to constrain the aggregate return that each platform earns from the sale of its joint products, but different platforms may choose from a range of possible, and equally reasonable, pricing strategies as the means of recovering total costs. For example, some platforms may choose to pay rebates to attract orders, charge relatively low prices for market data products (or provide market data products free of charge), and charge relatively high prices for accessing posted liquidity. Other platforms may choose a strategy of paying lower rebates (or no rebates) to attract orders, setting relatively high prices for market data products, and setting relatively low prices for accessing posted liquidity. In this environment, there is no economic basis for regulating maximum prices for one of the joint products in an industry in which suppliers face competitive constraints with regard to the joint offering.

The Existence of Alternatives. The Exchange is constrained in pricing the BBO, Book Depth and COB Data Feeds by the availability to market participants of alternatives to purchasing these products. The Exchange must consider the extent to which market participants would choose one or more alternatives instead of purchasing the exchange's data. Other options exchanges can and have produced their own top-of-book, book depth and complex strategies market data products, and thus are sources of potential competition for CDS. For example, as noted above, ISE and PHLX offer market data products that compete with the BBO, Book Depth and COB Data Feeds. The large number of SROs, BDs, and ATSs that currently produce proprietary data or are currently capable of producing it provides further pricing discipline for proprietary data products. Each SRO, ATS, and BD is currently permitted to produce proprietary data products, and many currently do. In addition, the OPRA data feed is a significant competitive alternative to the BBO and last sale data included in the BBO and Book Depth Data Feeds.

The existence of numerous alternatives to the Exchange's products, including proprietary data from other sources, ensures that the Exchange cannot set unreasonable fees, or fees that are unreasonably discriminatory, when vendors and subscribers can elect these alternatives or choose not to purchase a specific proprietary data product if its cost to purchase is not justified by the returns any particular vendor or subscriber would achieve through the purchase.

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

The Exchange has neither solicited nor received written comments on the proposed rule change.

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)

        (a) This proposed rule change is filed pursuant to paragraph (A) of Section

19(b)(3) of the Act.

        (b) This proposed rule change establishes dues, fees or other charges among its

members and, as such, may take effect upon filing with the Commission pursuant to

Section 19(b)(3)(A)(ii) of the Act[25] and paragraph (f)(2) of Rule 19b-4 thereunder.[26]

        (c) Inapplicable.

        (d) Inapplicable.

8.   Proposed Rule Change Based on Rules 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 – Form of Notice of Proposed Rule Change for Federal Register.

        Exhibit 5 – Text of the Proposed Rule Change.

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[25]   15 U.S.C. 78s(b)(3)(A)(ii).

[26]   17 CFR 240.19b-4(f)(2).

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-   ; File No. SR-CBOE-2018-013]

[Insert date]

Self-Regulatory Organizations; Cboe Exchange, Inc.; Notice of Filing and Immediate
Effectiveness of a Proposed Rule Change Related to Market Data Fees

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") 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

The Exchange proposes to amend the Cboe Data Services ("CDS") fee schedule

to increase the fees for the BBO, Book Depth, and Complex Order Book ("COB") data

feeds.

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 the CDS fee schedule to increase the fees for the BBO, Book Depth, and COB data feeds.

BBO and Book Depth Data Feed

The BBO Data Feed is a real-time data feed that includes the following information: (i) outstanding quotes and standing orders at the best available price level on each side of the market; (ii) executed trades time, size, and price; (iii) totals of customer versus non-customer contracts at the best bid and offer ("BBO"); (iv) all-or-none contingency orders priced better than or equal to the BBO; (v) expected opening price and expected opening size; (vi) end-of-day summaries by product, including open, high, low, and closing price during the trading session; (vi) recap messages any time there is a change in the open, high, low or last sale price of a listed option; (vii) COB information; and (viii) product IDs and codes for all listed options contracts. The quote and last sale data contained in the BBO data feed is identical to the data sent to the Options Price Reporting Authority ("OPRA") for redistribution to the public.

The Book Depth Data Feed is a real-time, low latency data feed that includes all

data contained in the BBO Data Feed described above plus outstanding quotes and standing orders up to the first four price levels on each side of the market, with aggregate size ("Book Depth").

CDS currently charges a Data Fee, payable by a Customer, of $7,000 per month for internal use and external redistribution of the BBO and/or Book Depth data feeds.[3] The Data Fee entitles a Customer to provide the BBO and/or the Book Depth data feed to an unlimited number of internal users and Devices[4] within the Customer. A Customer receiving the BBO and/or Book Depth data feeds from another Customer is assessed the Data Fee by CDS pursuant to its own market data agreement with CDS, and is entitled to use the Data internally and/or distribute it externally[5]. All Customers have the same rights to utilize the data internally and/or distribute it externally as long as the Customer has entered into a written agreement with CDS for the data and pays the Data Fee.

The Exchange proposes to increase the Data Fee for both the BBO and Book Depth data feeds from $7,000 per month to $9,000 per month.[6] The Exchange is not

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[3]   A BBO Data Feed "Customer" is any person, company or other entity that, pursuant to a market data agreement with CDS, is entitled to receive data, either directly from CDS or through an authorized redistributor (i.e., a Customer or an extranet service provider), whether that data is distributed externally or used internally. The CDS fee schedule for Exchange data is located at https://www.cboe.org/general-info/pdfframed?content=/publish/mdxfees/cboe-cds-fees-schedule-for-cboe-datafeeds.pdf&section=SEC_MDX_CSM&title=Cboe%20CDS%20Fees%20Schedule.

[4]   A "Device" means any computer, workstation or other item of equipment, fixed or portable, that receives, accesses and/or displays data in visual, audible or other form.

[5]   A Customer may choose to receive the data from another Customer rather than directly from CDS's system because it does not want to or is not equipped to manage the technology necessary to establish a direct connection to CDS.

[6]   The Exchange also proposes to amend the first column of the BBO Data Feed fees

proposing to amend the User Fee for either the BBO or Book Depth data feeds. The Data

Fee for the Book Depth data feed will continue to be waived for Customers who also

purchase the companion BBO data feed.[7]

COB Data Feed

The COB Data Feed is a real-time data feed that includes data regarding the

Exchange's Complex Order Book and related complex order information. The COB

Data Feed contains the following information for all Exchange-traded complex order

strategies (multi-leg strategies such as spreads, straddles and buy-writes): (i) outstanding

quotes and standing orders on each side of the market with aggregate size, (ii) data with

respect to executed trades ("last sale data"), and (iii) totals of customer versus non-

customer contracts.

CDS currently charges Customers[8] of the COB Data Feed a Data Fee of $100 per

month plus applicable User Fees. The Exchange now proposes to increase the Data Fee

for the COB data feed from $100 to $3,000 per month. The Exchange notes that it had

previously charged a Data Fee of $3,000 per month for the COB Feed[9] and later reduced

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to identify Cboe as "Cboe Options" to be consistent with the Depth Book and COB data feed fee descriptions.

[7]   Such COB Data Feed Customers are still subject to User Fees.

[8]   A Customer is any person, company or other entity that, pursuant to a market data agreement with CDS, is entitled to receive data, either directly from CDS or through an authorized redistributor (i.e., a Customer or an extranet service provider), whether that data is distributed externally or used internally. The CDS fee schedule for Exchange data is located at https://www.cboe.org/general-info/pdfframed?content=/publish/mdxfees/cboe-cds-fees-schedule-for-cboe-datafeeds.pdf&section=SEC_MDX_CSM&title=Cboe%20CDS%20Fees%20Schedule.

[9]   See Securities Exchange Act Release No. 70683 (October 15, 2013), 78 FR 62798 (October 22, 2013) (SR-CBOE-2013-087).

that fee to its current rate to incentive further redistribution of the data feed.[10] The

Exchange now proposes to return the fee for the COB data feed to its original rate to

bring the cost of the data feed in line with that of similar data feeds offered by other

exchanges. The Exchange is not proposing to amend the User Fee for either the COB

data feed. The Data Fee for the COB Data Feed would continue to be waived for

Customers of the BBO and/or Book Depth data feeds.[11]

Implementation Date

The Exchange intends to implement the proposed fees on February 1, 2018.

2.   Statutory Basis

The Exchange believes that the proposed rule change is consistent with the

objectives of Section 6 of the Act,[12] in general, and furthers the objectives of Section

6(b)(4),[13] in particular, as it is designed to provide for the equitable allocation of

reasonable dues, fees and other charges among its members and other recipients of

Exchange data. The Exchange believes that the proposed rates are equitable and non-

discriminatory in that they apply uniformly to all recipients of Exchange data. The

Exchange believes the proposed fees are competitive with those charged by other venues

and, therefore, reasonable and equitably allocated to recipients.

The Exchange believes that the proposed rule change is consistent with Section

11(A) of the Act[14] in that it supports (i) fair competition among brokers and dealers,

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[10]   See Securities Exchange Act Release No. 73955 (December 30, 2014), 80 FR 598
         (January 6, 2015) (SR-CBOE-2014-094).

[11]   Such COB Data Feed Customers are still subject to User Fees.

[12]   15 U.S.C. 78f.

[13]   15 U.S.C. 78f(b)(4).

[14]   15 U.S.C. 78k-1.

among exchange markets, and between exchange markets and markets other than exchange markets and (ii) the availability to brokers, dealers, and investors of information with respect to quotations for and transactions in securities. Furthermore, the proposed rule change is consistent with Rule 603 of Regulation NMS,[15] which provides that any national securities exchange that distributes information with respect to quotations for or transactions in an NMS stock do so on terms that are not unreasonably discriminatory. In adopting Regulation NMS, the Commission granted self-regulatory organizations and broker-dealers increased authority and flexibility to offer new and unique market data to the public. It was believed that this authority would expand the amount of data available to consumers, and also spur innovation and competition for the provision of market data.

In addition, the proposed fees would not permit unfair discrimination because all of the Exchange's customers and market data vendors who subscribe to the above data feeds will be subject to the proposed fees. The above data feeds are distributed and purchased on a voluntary basis, in that neither the Exchange nor market data distributors are required by any rule or regulation purchase this data or to make this data available. Accordingly, distributors and users can discontinue use at any time and for any reason, including due to an assessment of the reasonableness of fees charged. Firms have a wide variety of alternative market data products from which to choose, such as similar proprietary data products offered by other exchanges and consolidated data. Moreover, the Exchange is not required to make any proprietary data products available or to offer any specific pricing alternatives to any customers.

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[15]   17 CFR 242.603.

In addition, the fees that are the subject of this rule filing are constrained by competition. As explained below in the Exchange's Statement on Burden on Competition, the existence of alternatives to the above data feeds further ensure that the Exchange cannot set unreasonable fees, or fees that are unreasonably discriminatory, when vendors and subscribers can elect such alternatives. That is, the Exchange competes with other exchanges (and their affiliates) that provide similar market data products. For example, the above data feeds provide investors with alternative market data and competes with similar market data product currently offered by other exchanges. If another exchange (or its affiliate) were to charge less to distribute its similar product than the Exchange charges for the above data feeds, prospective users likely would not subscribe to, or would cease subscribing to either market data product.

The Exchange notes that the Commission is not required to undertake a cost-of-service or rate-making approach. The Exchange believes that, even if it were possible as a matter of economic theory, cost-based pricing for non-core market data would be so complicated that it could not be done practically.[16]

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[16]   The Exchange believes that cost-based pricing would be impractical because it would create enormous administrative burdens for all parties, including the Commission, to cost-regulate a large number of participants and standardize and analyze extraordinary amounts of information, accounts, and reports. In addition, it is impossible to regulate market data prices in isolation from prices charged by markets for other services that are joint products. Cost-based rate regulation would also lead to litigation and may distort incentives, including those to minimize costs and to innovate, leading to further waste. Under cost-based pricing, the Commission would be burdened with determining a fair rate of return, and the industry could experience frequent rate increases based on escalating expense levels. Even in industries historically subject to utility regulation, cost-based ratemaking has been discredited. As such, the Exchange believes that cost-based ratemaking would be inappropriate for proprietary market data and inconsistent with Congress's direction that the Commission use its authority to foster the development of the national market system, and that market forces will

BBO Data Feed

The Exchange believes the proposed increase in the Data Fee for BBO data is

equitable and not unfairly discriminatory because it would apply equally to all

Customers. The Exchange believes the proposed Data Fee is reasonable because it

compares favorably to fees that other markets charge for similar products. For example,

Nasdaq PHLX LLC ("PHLX") charges Internal Distributors a monthly fee of $4,500 per

organization and External Distributors a monthly fee of $5,000 per organization for its

"TOPO Plus Orders" data feed, which like the BBO Data Feed includes top-of-book data

(including orders, quotes and trades) and other market data.[17] Nasdaq ISE, LLC ("ISE")

offers a "Top Quote Feed", which includes top-of-book data, and a separate "Spread

Feed", which like the BBO Data Feed includes order and quote data for complex

strategies. ISE charges distributors of its Top Quote Feed a base monthly fee of $3,000

and distributors of its Spread Feed a base monthly fee of $3,000[18] (totally $6,000 in the

aggregate to receive the same data as offered by the BBO feed). The Exchange believes

the proposed rate is reasonable based on the value of the market data included in the BBO

feed and the market share that the data represents. The Exchange also notes that

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continue to provide appropriate pricing discipline. See Appendix C to NYSE's
comments to the Commission's 2000 Concept Release on the Regulation of
Market Information Fees and Revenues, which can be found on the Commission's
website at http://www.sec.gov/rules/concept/s72899/buck1.htm. See also
Securities Exchange Act Release No. 73816 (December 11, 2014), 79 FR 75200
(December 17, 2014) (SR-NYSE-2014-64) (Notice of Filing and Immediate
Effectiveness of Proposed Rule Change to Establish an Access Fee for the NYSE
Best Quote and Trades Data Feed, Operative December 1, 2014).

[17]   See Section IX of the PHLX Pricing Schedule (setting forth the fees for
proprietary market data).

[18]   See Sections VIII(h) and (I) of the Nasdaq ISE Schedule of Fees.

Customers who receive the BBO feed may also receive the Book Depth and COB data feeds at no extra charge.

Book Depth Data Feed

The Exchange believes the proposed Data Fee for the Book Depth Data Feed is equitable and not unfairly discriminatory because it would apply equally to all Customers. The Exchange believes the proposed Data Fee is reasonable because it compares favorably to fees that other markets charge for similar products. For example, PHLX charges Internal Distributors a monthly fee of $4,000 and External Distributors a monthly fee of a $4,500 for its Depth data feed that includes full depth of quotes and orders and last sale data for options listed on PHLX.[19] In addition, ISE charges a $5,000 per month distributor fee for its Real-time Depth of Market data feed.[20] The Exchange also notes that Customers who receive the Book Depth feed may also receive the BBO and COB data feeds at no extra charge. The Exchange believes the proposed rate is reasonable based on the value of the market data included in the BBO feed and the market share that the data represents.

COB Data Feed

The Exchange believes the proposed Data Fee for the COB Data Feed is equitable, reasonable, and not unfairly discriminatory because they would apply equally to all Customers of the COB Data Feed. The Exchange notes that it had previously charged a Data Fee of $3,000 per month for the COB Feed[21] and later reduced that fee to

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[19]   See supra note 17.

[20]   See Section VIII(f) of the Nasdaq ISE Schedule of Fees.

[21]   See Securities Exchange Act Release No. 70683 (October 15, 2013), 78 FR 62798 (October 22, 2013) (SR-CBOE-2013-087).

its current rate to incentive further redistribution of the data feed.[22] The Exchange now

proposes to return the fee for the COB data feed to its original rate to bring the cost of the

data feed in line with that of similar data feeds offered by other exchanges. For example,

ISE charges distributors of its Spread Feed a base monthly fee of $3,000,[23] equal to what

the Exchange proposes to charge for the COB data feed. The Exchange also notes that

Customers who receive the BBO and Book Depth feeds may also receive the COB data

feed at no extra charge. The Exchange believes the proposed rate is reasonable based on

the value of the market data included in the COB feed and the market share that the data

represents.

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

The Exchange does not believe that the proposed rule change will result in any

burden on competition that is not necessary or appropriate in furtherance of the purposes

of the Act, as amended. The Exchange's ability to price the BBO, Book Depth, ad COB

data feeds is constrained by: (i) competition among exchanges that compete with each

other in a variety of dimensions; (ii) the existence of inexpensive real-time consolidated

data and market-specific data and free delayed data; and (iii) the inherent contestability of

the market for proprietary data.

An exchange's ability to price its proprietary data feed products is constrained by

(1) the existence of actual competition for the sale of such data, (2) the joint product

nature of exchange platforms, and (3) the existence of alternatives to proprietary data.

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[22]   See Securities Exchange Act Release No. 73955 (December 30, 2014), 80 FR 598 (January 6, 2015) (SR-CBOE-2014-094).

[23]   See Sections VIII(I) of the Nasdaq ISE Schedule of Fees.

The Existence of Actual Competition. The Exchange believes competition provides an effective constraint on the market data fees that the Exchange, through CDS, has the ability and the incentive to charge. The Exchange has a compelling need to attract order flow from market participants in order to maintain its share of trading volume. This compelling need to attract order flow imposes significant pressure on the Exchange to act reasonably in setting its fees for market data, particularly given that the market participants that will pay such fees often will be the same market participants from whom the Exchange must attract order flow. These market participants include broker-dealers that control the handling of a large volume of customer and proprietary order flow. Given the portability of order flow from one exchange to another, any exchange that sought to charge unreasonably high data fees would risk alienating many of the same customers on whose orders it depends for competitive survival. The Exchange currently competes with fourteen options exchanges (including its affiliate, C2) for order flow.[24]

In addition, in the case of products that are distributed through market data vendors, the market data vendors themselves provide additional price discipline for proprietary data products because they control the primary means of access to certain end users. These vendors impose price discipline based upon their business models. For example, vendors that assess a surcharge on data they sell are able to refuse to offer proprietary products that their end users do not or will not purchase in sufficient numbers.

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[24]   The Commission has previously made a finding that the options industry is subject to significant competitive forces. See e.g., Securities Exchange Act Release No. 59949 (May 20, 2009), 74 FR 25593 (May 28, 2009) (SR–ISE–2009–97) (order approving ISE's proposal to establish fees for a real-time depth of market data offering).

Internet portals, such as Google, impose price discipline by providing only data that they believe will enable them to attract "eyeballs" that contribute to their advertising revenue. Similarly, Customers will not offer the BBO, Book Depth or COB Data Feeds unless these products will help them maintain current users or attract new ones. For example, a broker-dealer will not choose to offer the BBO, Book Depth or COB Data Feeds to its retail customers unless the broker-dealer believes that the retail customers will use and value the data and the provision of such data will help the broker-dealer maintain the customer relationship, which allows the broker-dealer to generate profits for itself. Professional users will not request any of these feeds from Customers unless they can use the data for profit-generating purposes in their businesses. All of these operate as constraints on pricing proprietary data products.

Joint Product Nature of Exchange Platform. Transaction execution and proprietary data products are complementary in that market data is both an input and a byproduct of the execution service. In fact, market data and trade executions are a paradigmatic example of joint products with joint costs. The decision whether and on which platform to post an order will depend on the attributes of the platforms where the order can be posted, including the execution fees, data quality, and price and distribution of their data products. The more trade executions a platform does, the more valuable its market data products become. The costs of producing market data include not only the costs of the data distribution infrastructure, but also the costs of designing, maintaining, and operating the exchange's transaction execution platform and the cost of regulating the exchange to ensure its fair operation and maintain investor confidence. The total return that a trading platform earns reflects the revenues it receives from both products

and the joint costs it incurs. Moreover, an exchange's broker-dealer customers view the costs of transaction executions and market data as a unified cost of doing business with the exchange.

Analyzing the cost of market data product production and distribution in isolation from the cost of all of the inputs supporting the creation of market data and market data products will inevitably underestimate the cost of the data and data products. Thus, because it is impossible to obtain the data inputs to create market data products without a fast, technologically robust, and well-regulated execution system, system costs and regulatory costs affect the price of both obtaining the market data itself and creating and distributing market data products. It would be equally misleading, however, to attribute all of an exchange's costs to the market data portion of an exchange's joint products. Rather, all of an exchange's costs are incurred for the unified purposes of attracting order flow, executing and/or routing orders, and generating and selling data about market activity. The total return that an exchange earns reflects the revenues it receives from the joint products and the total costs of the joint products.

The level of competition and contestability in the market is evident in the numerous alternative venues that compete for order flow, including 15 options self-regulatory organization ("SRO") markets, as well as internalizing broker-dealers ("BDs") and various forms of alternative trading systems ("ATSs"), including dark pools and electronic communication networks ("ECNs"). Competition among trading platforms can be expected to constrain the aggregate return that each platform earns from the sale of its joint products, but different platforms may choose from a range of possible, and equally reasonable, pricing strategies as the means of recovering total costs. For

example, some platforms may choose to pay rebates to attract orders, charge relatively

low prices for market data products (or provide market data products free of charge), and

charge relatively high prices for accessing posted liquidity. Other platforms may choose

a strategy of paying lower rebates (or no rebates) to attract orders, setting relatively high

prices for market data products, and setting relatively low prices for accessing posted

liquidity. In this environment, there is no economic basis for regulating maximum prices

for one of the joint products in an industry in which suppliers face competitive constraints

with regard to the joint offering.

      The Existence of Alternatives. The Exchange is constrained in pricing the BBO,

Book Depth and COB Data Feeds by the availability to market participants of alternatives

to purchasing these products. The Exchange must consider the extent to which market

participants would choose one or more alternatives instead of purchasing the exchange's

data. Other options exchanges can and have produced their own top-of-book, book depth

and complex strategies market data products, and thus are sources of potential

competition for CDS. For example, as noted above, ISE and PHLX offer market data

products that compete with the BBO, Book Depth and COB Data Feeds. The large

number of SROs, BDs, and ATSs that currently produce proprietary data or are currently

capable of producing it provides further pricing discipline for proprietary data products.

Each SRO, ATS, and BD is currently permitted to produce proprietary data products, and

many currently do. In addition, the OPRA data feed is a significant competitive

alternative to the BBO and last sale data included in the BBO and Book Depth Data

Feeds.

The existence of numerous alternatives to the Exchange's products, including proprietary data from other sources, ensures that the Exchange cannot set unreasonable fees, or fees that are unreasonably discriminatory, when vendors and subscribers can elect these alternatives or choose not to purchase a specific proprietary data product if its cost to purchase is not justified by the returns any particular vendor or subscriber would achieve through the purchase.

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

The Exchange has neither solicited nor received written comments on the proposed rule change.

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[25] and paragraph (f) of Rule 19b-4[26] 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

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[25] 15 U.S.C. 78s(b)(3)(A).

[26] 17 CFR 240.19b-4(f).

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-2018-013 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.

All submissions should refer to File Number SR-CBOE-2018-013. 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-2018-013 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.[27]

Secretary

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[27]   17 CFR 200.30-3(a)(12).

EXHIBIT 5

(additions are underlined; deletions are [bracketed])

**CBOE DATA SERVICES (CDS)
FEE SCHEDULE
[October 16, 2017]FEBRUARY 1, 2018**

I.   The fees for the BBO Data Feed are as follows:

BBO DATA FEED:

	Data Fee (per month)	Display Only User Fees (per month)	Floor Broker User Fees (per month)
Cboe Options	$[7]9,000	(No change).	(No change).

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II.   The fees for the Book Depth Data Feed are as follows:

BOOK DEPTH DATA FEED:

	Data Fee (per month)	User Fees (per month)
Cboe Options	$[7]9,000 Book Depth Data Feed Data Fee is waived for BBO Data Feed Customers	(No change).

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III. The fees for the Complex Order Book Data Feed are as follows:

COMPLEX ORDER BOOK ("COB") DATA FEED:

	Data Fee (per month)	User Fees (per month)
Cboe Options	$[100]3,000 COB Data Feed Data Fee is waived for BBO and Book Depth Data Feed Customers	(No change).

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