Required fields are shown with yellow backgrounds and a	asterisks.	OMB Number: 3235-0045 Estimated average burden hours per response		
WASHIN	D EXCHANGE COMMISSION GTON, D.C. 20549 Form 19b-4 Amen	File No.* SR - 2015 - * 41 dment No. (req. for Amendments *)		
Filing by International Securities Exchange Pursuant to Rule 19b-4 under the Securities Exchange	Act of 1934			
Initial * Amendment * Withdrawal	Section 19(b)(2) * Section	n 19(b)(3)(A) * Section 19(b)(3)(B) *		
Pilot Extension of Time Period for Commission Action * Date Expires *	☐ 19b-4(f) ☑ 19b-4(f) ☐ 19b-4(f)	(2) 19b-4(f)(5)		
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)* Image: Clearing Clearin				
Exhibit 2 Sent As Paper Document Exhibit 3 Sent As Paper Document				
Description Provide a brief description of the action (limit 250 character The purpose of the proposed rule change is to amend Qualified Contingent Cross and or other solicited cross execute a specified volume of QCC and other solicited	the Schedule of Fees to introduce sing orders pricing initiative that of	a new set of rebates to the		
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 * Michael Last Name * Sanocki				
Title * Assistant General Counsel E-mail * msanocki@ise.com				
Telephone * (212) 897-8144 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	e undersigned thereunto duly authori (Title *)	zed.		
Date 11/10/2015 By Michael Simon	Secretary & General Counsel			
(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.	Persona Not Validated - 143	4392700842,		

OMB APPROVAL

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549			
For complete Form 19b-4 instructions please refer to the EFFS website.			
Form 19b-4 Information * Add Remove View	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.		
Exhibit 1 - Notice of Proposed Rule Change * Add Remove View	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)		
Exhibit 1A- Notice of Proposed Rule Change, Security-Based Swap Submission, or Advance Notice by Clearing Agencies * Add Remove View	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)		
Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications Add Remove View Exhibit Sent As Paper Document	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.		
Exhibit 3 - Form, Report, or Questionnaire Add Remove View Exhibit Sent As Paper Document	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.		
Exhibit 4 - Marked CopiesAddRemoveView	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	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.		
Partial Amendment Add Remove View	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.		

1. Text of the Proposed Rule Change

(a) The International Securities Exchange ("ISE" or the "Exchange") proposes to amend its Schedule of Fees as described below. The text of the proposed rule change is attached as <u>Exhibit 5</u>.

- (b) Not applicable.
- (c) Not applicable.

2. Procedures of the Self-Regulatory Organization

The Board of Directors of the Exchange approved this proposed rule change on February 27, 2014. This action constitutes the requisite approval under the Exchange's Certificate of Formation, Operating Agreement, and Constitution.

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

(a) <u>Purpose</u> – The purpose of the proposed rule change is to amend the Schedule of Fees to introduce a new set of rebates to the Qualified Contingent Cross ("QCC") and/or other solicited crossing orders, including solicited orders executed in the Solicitation, Facilitation or Price Improvement Mechanisms, pricing initiative that offers rebates to members who execute a specified volume of QCC and other solicited crossing orders in a month. This new set of rebates, as proposed, offers a lower rebate to members that execute a specified volume of QCC and solicited orders between two Priority Customers¹ ("Customer to Customer' Orders"). The Exchange notes that there is no change to how volume is calculated for the volume tiers. Thus, members will continue to obtain the tier level based on all QCC and/or solicited crossing orders' originating side volume. Members will receive the Non-"Customer to Customer" Order to Customer to Customer" Order rebate for their "Customer to Customer" Orders.

Currently, the Exchange offers members rebates in QCC and/or other solicited crossing orders (including "Customer to Customer" Orders), i.e. orders executed in the Solicitation, Facilitation, or Price Improvement Mechanisms where the agency order is executed against an order solicited from another party. These rebates are provided for each originating side of a crossing order, based on a member's volume in the crossing mechanisms during a given month. Currently, for members that execute 0 to 99,999 originating contract sides ("Tier 1") the rebate is \$0.00 per contract, for members that

¹ The term "Priority Customer" means a person or entity that (i) is not a broker or dealer in securities, and (ii) does not place more than 390 orders in listed options per day on average during a calendar month for its own beneficial account(s).

² "Non-'Customer to Customer' Orders" are QCC and/or other solicited crossing orders, including solicited orders executed in the Solicitation, Facilitation or Price Improvement Mechanisms, and excluding "Customer to Customer" Orders.

execute 100,00 to 199,999 originating contract sides ("Tier 2") the rebate is \$0.05 per contract, for members that execute 200,000 to 499,999 originating contract sides ("Tier 3") the rebate is \$0.07 per contract, for members that execute 500,000 to 699,999 originating contract sides ("Tier 4") the rebate is \$0.08 per contract, for members that execute 700,000 to 999,999 originating contract sides ("Tier 5") the rebate is \$0.09 per contract, and for members that execute 1,000,000 originating contract sides or more ("Tier 6") the rebate is \$0.11 per contract.³

The Exchange now proposes to offer a new set of rebates for "Customer to Customer" Orders. These rebates will be provided to members for each originating contract side of a "Customer to Customer" Order in all symbols traded on the Exchange as follows: for Tier 1 the rebate is \$0.00, for Tiers 2 through 3 the rebate is \$0.01, and for Tiers 4 through 6 the rebate is \$0.03.

Finally, the Exchange notes that all originating contract side volume will continue to contribute to the member's Tier level. For example, if a member has 175,000 originating contract sides for Non-"Customer to Customer" Orders and 75,000 originating contract sides for "Customer to Customer" Orders, the member's aggregated volume will be 250,000 placing them in Tier 3 (200,000 to 499,999). As a result, the member will receive a rebate of \$0.07 per originating contract side for its Non-"Customer to Customer" Orders.

(b) <u>Basis</u> – The Exchange believes that the proposed rule change is consistent with the provisions of Section 6 of the Act,⁴ in general, and Section 6(b)(4) of the Act,⁵ in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees, and other charges among its members and other persons using its facilities.

The Exchange believes that it is reasonable and equitable to offer lower rebates for certain "Customer to Customer" Orders because other exchanges, including the CBOE for example, offer no rebate (credit) for customer to customer executions.⁶ Further, the Exchange believes it is reasonable and equitable to continue to provide for the opportunity to receive rebates as these proposed rebates are designed to attract additional order flow to the Exchange and continue to remain attractive to market participants. The Exchange believes that the proposed fees are not unfairly discriminatory because these fees would be uniformly applied to all "Customer to Customer" Orders. Additionally, as fees for Priority Customer orders continue to decrease, it has become necessary for the Exchange to lower rebates for "Customer to

³ The rebate is applied to the originating contract side of QCC and solicited crossing orders traded in a given month once a member reaches the specified volume threshold/Tier during that month.

⁴ 15 U.S.C. 78f.

⁵ 15 U.S.C. 78f(b)(4).

⁶ <u>See</u> CBOE Fee Schedule, QCC Rate Table, Notes at https://www.cboe.com/publish/feeschedule/CBOEFeeSchedule.pdf.

Customer" Orders in order to balance the decrease in fees for Priority Customer orders and the rebates provided for "Customer to Customer" Orders.

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

In accordance with Section 6(b)(8) of the Act,⁷ the Exchange does not believe that the proposed rule change will impose any burden on intermarket or intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act. The Exchange believes that the proposed rebates remain competitive with the many rebates (if any) offered by other options exchanges as discussed above. Further, the rebates remain attractive to market participants. The Exchange operates in a highly competitive market in which market participants can readily direct their order flow to competing venues. In such an environment, the Exchange must continually review, and consider adjusting, its fees and rebates to remain competitive with other exchanges. For the reasons described above, the Exchange believes that the proposed fee changes reflect this competitive environment.

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

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

6. Extension of Time Period for Commission Action

Not applicable.

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

Pursuant to Section 19(b)(3)(A)(ii) of the Act,⁸ the Exchange has designated this proposal as establishing or changing a due, fee or other charge imposed on any person, whether or not the person is a member of a self-regulatory organization, which renders the proposed rule change effective upon filing.

8. <u>Proposed Rule change Based on Rules of Another</u> <u>Self-Regulatory Organization or of the Commission</u>

The proposed rule change is not based on the rules of another self-regulatory organization or of the Commission.

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

⁷ 15 U.S.C. 78f(b)(8).

⁸ 15 U.S.C. 78s(b)(3)(A)(ii).

Not applicable.

10. Advanced 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 Publication in the Federal Register.

Exhibit 5 – Text of the Proposed Rule Change.

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION (Release No. 34- ; File No. SR-ISE-2015-41)

[Date]

Self-Regulatory Organizations; International Securities Exchange, LLC; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Amend the Schedule of 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 November 10, 2015, the

International Securities Exchange, LLC (the "Exchange" or "ISE") filed with the

Securities and Exchange Commission the proposed rule change, as described in Items I,

II, and III below, which items have been prepared by the self-regulatory organization.

The Commission is publishing this notice to solicit comments on the proposed rule

change from interested persons.

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

ISE proposes to amend the Schedule of Fees as described in more detail below.

The text of the proposed rule change is available on the Exchange's Internet website at

http://www.ise.com, at the principal office of the Exchange, and at the Commission's

Public Reference Room.

II. <u>Self-Regulatory Organization's Statement of the Purpose</u> 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

¹ 15 U.S.C. 78s(b)(1).

the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in Sections A, B and C below, of the most significant aspects of such statements.

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

1. <u>Purpose</u>

The purpose of the proposed rule change is to amend the Schedule of Fees to introduce a new set of rebates to the Qualified Contingent Cross ("QCC") and/or other solicited crossing orders, including solicited orders executed in the Solicitation, Facilitation or Price Improvement Mechanisms, pricing initiative that offers rebates to members who execute a specified volume of QCC and other solicited crossing orders in a month. This new set of rebates, as proposed, offers a lower rebate to members that execute a specified volume of QCC and solicited orders between two Priority Customers³ ("Customer to Customer" Orders"). The Exchange notes that there is no change to how volume is calculated for the volume tiers. Thus, members will continue to obtain the tier level based on all QCC and/or solicited crossing orders' originating side volume. Members will receive the Non-"Customer to Customer" Order⁴ rebate for their Non-"Customer to Customer" Orders and the "Customer to Customer" Order rebate for their "Customer to Customer" Orders.

² 17 CFR 240.19b-4.

³ The term "Priority Customer" means a person or entity that (i) is not a broker or dealer in securities, and (ii) does not place more than 390 orders in listed options per day on average during a calendar month for its own beneficial account(s).

⁴ "Non-'Customer to Customer' Orders" are QCC and/or other solicited crossing orders, including solicited orders executed in the Solicitation, Facilitation or Price Improvement Mechanisms, and excluding "Customer to Customer" Orders.

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Currently, the Exchange offers members rebates in QCC and/or other solicited crossing orders (including "Customer to Customer" Orders), i.e. orders executed in the Solicitation, Facilitation, or Price Improvement Mechanisms where the agency order is executed against an order solicited from another party. These rebates are provided for each originating side of a crossing order, based on a member's volume in the crossing mechanisms during a given month. Currently, for members that execute 0 to 99,999 originating contract sides ("Tier 1") the rebate is \$0.00 per contract, for members that execute 100,00 to 199,999 originating contract sides ("Tier 2") the rebate is \$0.05 per contract, for members that execute 200,000 to 499,999 originating contract sides ("Tier 3") the rebate is \$0.07 per contract, for members that execute 500,000 to 699,999 originating contract sides ("Tier 4") the rebate is \$0.08 per contract, for members that execute 700,000 to 999,999 originating contract sides ("Tier 5") the rebate is \$0.09 per contract, and for members that execute 1,000,000 originating contract sides or more ("Tier 6") the rebate is \$0.11 per contract.⁵

The Exchange now proposes to offer a new set of rebates for "Customer to Customer" Orders. These rebates will be provided to members for each originating contract side of a "Customer to Customer" Order in all symbols traded on the Exchange as follows: for Tier 1 the rebate is \$0.00, for Tiers 2 through 3 the rebate is \$0.01, and for Tiers 4 through 6 the rebate is \$0.03.

Finally, the Exchange notes that all originating contract side volume will continue to contribute to the member's Tier level. For example, if a member has 175,000 originating contract sides for Non-"Customer to Customer" Orders and 75,000

⁵ The rebate is applied to the originating contract side of QCC and solicited crossing orders traded in a given month once a member reaches the specified volume threshold/Tier during that month.

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originating contract sides for "Customer to Customer" Orders, the member's aggregated volume will be 250,000 placing them in Tier 3 (200,000 to 499,999). As a result, the member will receive a rebate of \$0.07 per originating contract side for its Non-"Customer to Customer" Orders and a rebate of \$0.01 per originating contract side for its "Customer to Customer" Orders.

2. <u>Basis</u>

The Exchange believes that the proposed rule change is consistent with the provisions of Section 6 of the Act,⁶ in general, and Section 6(b)(4) of the Act,⁷ in particular, in that it is designed to provide for the equitable allocation of reasonable dues, fees, and other charges among its members and other persons using its facilities.

The Exchange believes that it is reasonable and equitable to offer lower rebates for certain "Customer to Customer" Orders because other exchanges, including the CBOE for example, offer no rebate (credit) for customer to customer executions.⁸ Further, the Exchange believes it is reasonable and equitable to continue to provide for the opportunity to receive rebates as these proposed rebates are designed to attract additional order flow to the Exchange and continue to remain attractive to market participants. The Exchange believes that the proposed fees are not unfairly discriminatory because these fees would be uniformly applied to all "Customer to Customer" Orders. Additionally, as fees for Priority Customer orders continue to decrease, it has become necessary for the Exchange to lower rebates for "Customer to

⁸ <u>See</u> CBOE Fee Schedule, QCC Rate Table, Notes at https://www.cboe.com/publish/feeschedule/CBOEFeeSchedule.pdf.

⁶ 15 U.S.C. 78f.

⁷ 15 U.S.C. 78f(b)(4).

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Customer" Orders in order to balance the decrease in fees for Priority Customer orders and the rebates provided for "Customer to Customer" Orders.

B. <u>Self-Regulatory Organization's Statement on Burden on Competition</u>

In accordance with Section 6(b)(8) of the Act,⁹ the Exchange does not believe that the proposed rule change will impose any burden on intermarket or intramarket competition that is not necessary or appropriate in furtherance of the purposes of the Act. The Exchange believes that the proposed rebates remain competitive with the many rebates (if any) offered by other options exchanges as discussed above. Further, the rebates remain attractive to market participants. The Exchange operates in a highly competitive market in which market participants can readily direct their order flow to competing venues. In such an environment, the Exchange must continually review, and consider adjusting, its fees and rebates to remain competitive with other exchanges. For the reasons described above, the Exchange believes that the proposed fee changes reflect this competitive environment.

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

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

⁹ 15 U.S.C. 78f(b)(8).

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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)(ii) of the Act,¹⁰ and subparagraph (f)(2) of Rule 19b-4 thereunder,¹¹ because it establishes a due, fee, or other charge imposed by ISE.

At any time within 60 days of the filing of such 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 shall institute proceedings to determine whether the proposed rule 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 <u>http://www.sec.gov/rules/sro.shtml</u>); or
- Send an E-mail to rule-comments@sec.gov. Please include File No. SR-ISE-2015-41 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.

¹⁰ 15 U.S.C. 78s(b)(3)(A)(ii).

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All submissions should refer to File Number SR-ISE-2015-41. 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 Commissions Internet Web site (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 inspection and copying in the Commission's Public Reference Room. Copies of such 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-ISE-2015-41 and should be submitted by [insert date 21 days from the date of publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.¹²

Secretary

¹¹ 17 CFR 240.19b-4(f)(2).

¹² 17 CFR 200.30-3(a)(12).

Exhibit 5 - Text of the Proposed Rule Change <u>Underlining</u> indicates additions; [Brackets] indicate deletion

* * *

IV. Other Options Fees and Rebates

A. QCC and Solicitation Rebate

- Members using the Qualified Contingent Cross (QCC) and/or other solicited crossing orders, including solicited orders executed in the Solicitation, Facilitation or Price Improvement Mechanisms, will receive [a] rebates according to the table below for each originating contract side in all symbols traded on the Exchange. Once a Member reaches a certain volume threshold in QCC orders and/or solicited crossing orders during a month, the Exchange will provide [a] rebates to that Member for all of its QCC and solicited crossing order traded contracts for that month. The applicable rebates will be applied on [all] QCC and solicited crossing order traded contracts once the volume threshold is met. Members will receive the Non-"Customer to Customer" rebate for all QCC and/or other solicited crossing orders except for QCC and solicited orders between two Priority Customers. QCC and solicited orders between two Priority Customer will receive the "Customer to Customer" rebate. The volume threshold and corresponding rebates are as follows:
- Non-"Customer to Customer" and "Customer to Customer" volume will be aggregated in determining the applicable volume tier.

	Non-"Customer to Customer"	"Customer to Customer"
Originating Contract Sides	Rebate	<u>Rebate</u>
0 to 99,999	\$0.00	<u>\$0.00</u>
100,000 to 199,999	(\$0.05)	<u>(\$0.01)</u>
200,000 to 499,999	(\$0.07)	<u>(\$0.01)</u>
500,000 to 699,999	(\$0.08)	<u>(\$0.03)</u>
700,000 to 999,999	(\$0.09)	<u>(\$0.03)</u>
1,000,000+	(\$0.11)	<u>(\$0.03)</u>

* * *