



Date: **03/09/2011. Omega Notice 2011-02 Fee Structure Change**

Proposed Price Changes

In this notice we detail requested price changes currently before the regulator. This changes are subject to further comment from the OSC and implementation dates will be updated when solidified.

Omega moves to eliminate subscriber fees and adjust pricing on TSX Venture securities trading.

Omega ATS is making some changes to its pricing structure, which will affect all of our subscribers. Our commitment to fair market access, increased efficiency and transparency remains as strong as ever, and with that in mind we will be eliminating the \$350 subscriber fee that we currently charge. We will also be increasing the number of free ports per month from 1 to 10 for all subscribers. Date of implementation will be announced when approval for all changes described in this notice has been given.

For clients who use more than 10 ports per month we will continue to charge a fee of \$125 per session. We will also be increasing the combined cap on FIX drop copy service fees and excess port fees to \$10,000 per month. These changes represent the best value for the greatest number of subscribers and ensure that Omega remains a low-cost alternative that aids transparency and fairness in the Canadian market.

We are also changing the way we charge for all TSX Venture trades, which will now be based on a maker/taker model. Based on feedback from a number of market participants we will offer a maker rebate of 16 percent of a tick increment and a taker charge of 20 percent of a tick increment for trades in all TSXV securities through Omega. We believe this offers an attractive and competitive model for our subscribers, and one that is in line with ATS models in other markets.

These changes will come into effect subject to regulatory approval. We believe that they represent the fairest way to provide our service to all market participants, and will result in a diminution of costs for the vast majority of our clients. As you can see from the fee breakdown below, we remain committed to offering a low-cost trading alternative for the Canadian marketplace as a whole. If you have any questions, please do not hesitate to contact Omega Support at: support@omegaats.com, or 416-646-2428.

Regards,

The Omega Team



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Fees in detail:

Monthly subscriber fee:	\$0.00
First ten ports per month:	\$0.00
Additional ports:	\$125.00 per session
Application fee:	\$1500.00 (effective July 1, 2011.)
Testing:	\$0.00
Cancelled or modified orders:	\$0.00
FIX drop copy service fees per month:	\$450
Cross-connect fees:	\$400 one-time connection fee plus \$200 monthly fee
Level 1 real-time data:	\$2.85 per month per user
Level 2 real-time data:	\$0.00

Continuous market trades for all TSX and foreign equities:

- where the trade price per share is \$1 or more: \$0.0007 per share on active take side
- where the trade price per share is below \$1: \$0.0002 per share on active take side

Continuous market trades for all TSXV securities

- where the price per share is below \$0.50: \$0.0010 per share¹ on active take side
- where the price per share is \$0.50-\$5.00: \$0.0020 per share² on active take side

Fixed income transactions:	\$0.05 per \$1000 of face value ³ on active take
Listed debenture transactions:	\$0.05 per \$1000 of face value ⁴ on active take
Non-executed orders:	\$0.00
Internal Crosses:	\$0.00
Communication charges:	Subscribers remain responsible for arranging and paying for their own connectivity

¹ Passive executed orders will receive a rebate of \$0.0008 per share.

² Passive executed orders will receive a rebate of \$0.0016 per share.

³ No fee will be charged, or rebates paid, for passive orders that execute with the exception of shares listed on the TSXV.

⁴ No fee will be charged, or rebates paid, for passive orders that execute with the exception of shares listed on the TSXV.