



Date: **04/18/2011. Omega Notice 2011-04 Fee Structure Change**

Proposed Price Changes

In this notice we detail requested price changes currently before the regulator. These changes are subject to further comment from the OSC. Barring further comment Omega ATS expects to implement all changes May 1, 2011.

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

Further to Omega Notice 2011-02 dated March 9, 2011, 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. With that in mind we will be eliminating the \$350 subscriber fee that we currently charge all subscribers. We will also be increasing the number of free ports per month from 1 to 10 for all subscribers. Date of implementation is expected to be May 1, 2011, barring additional regulatory comment.

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. Please see page 2 of this notice for a detailed fee breakdown. 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 May 1, 2011, barring additional regulatory comment. 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: **EFFECTIVE MAY 1, 2011***

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 (Subject to fee Holiday)

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 \$1.00: \$0.0010 per share on active take side (Passive executed orders will receive a rebate of \$0.0008 per share.)
- where the price per share is \$1.00 or greater: \$0.0020 per share on active take side (Passive executed orders will receive a rebate of \$0.0016 per share.)

Fixed income transactions:	\$0.05 per \$1000 of face value ¹ on active take
Listed debenture transactions:	\$0.05 per \$1000 of face value ² on active take
Non-executed orders:	\$0.00
Internal Crosses:	\$0.00 (No rebates paid)
Communication charges:	Subscribers remain responsible for arranging and paying for their own connectivity

* subject to additional regulatory comment

¹ No fee will be charged, or rebates paid, for passive orders that execute with the exception of shares listed on the TSXV.

² No fee will be charged, or rebates paid, for passive orders that execute with the exception of shares listed on the TSXV.