EXHIBIT 5

The text of the proposed rule change is below. Proposed new language is underlined; deletions are bracketed.

7018. Nasdaq Market Center Order Execution and Routing

- (a) The following charges shall apply to the use of the order execution and routing services of the Nasdaq Market Center by members for all securities priced at \$1 or more that it trades. For purposes of determining a member's shares of liquidity routed, TFTY, MOPP, SAVE, SOLV, CART, and directed orders are not counted.
- (1) Fees for Execution and Routing of Orders in Nasdaq-Listed Securities

Charge to enter SAVE or SOLV order that executes in the Nasdaq Market Center:

\$0.0027 per share executed

Charge to enter other orders that execute in the Nasdaq Market Center:

\$0.0030 per share executed

Charge to member entering STGY, SCAN, SKNY, or SKIP order that executes in a venue other than the Nasdaq Market Center and charge to member entering a LIST order that executes in a venue other than the Nasdaq Market Center, but not in an opening, re-opening, or closing process:

\$0.0030 per share executed

Charge or credit to member entering TFTY, MOPP, SAVE, SOLV, CART, or directed order that executes in a venue other than the Nasdaq Market Center:

Credit of \$0.0005 per share executed for directed orders sent to NASDAQ OMX BX Charge of \$0.0029 per share executed for directed orders sent to NASDAQ OMX PSX Charge of \$0.0035 per share executed for other directed orders

For TFTY, SOLV, CART, or SAVE orders that execute at NASDAQ OMX PSX, Nasdaq will pass through all fees assessed and rebates offered by NASDAQ OMX PSX Credit of \$0.0014 for TFTY, SOLV, CART, or SAVE orders that execute at NASDAQ OMX BX

Charge of \$0.0026 per share executed for SAVE or SOLV orders that execute at venues other than NASDAQ OMX BX or NASDAQ OMX PSX Charge of \$0.0035 per share executed for a MOPP order Charge of \$0.0005 per share executed for TFTY orders that execute on venues other than NASDAQ OMX BX or NASDAQ OMX PSX

Credit to member for quotes/orders that provide liquidity:

member with shares of liquidity provided in all securities through one of its Nasdaq Market quotes/ord Center market participant identifiers (MPIDs) that represent more than 0.90% of the total \$0.00295 consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities ("Consolidated Volume") during the month:

\$0.0015 per share executed for quotes/orders that are not displayed \$0.00295 per share executed for other quotes/orders

member (i) that is a registered market maker through one of its Nasdaq Market Center MPIDs in at least 7,000 securities, (ii) with shares of liquidity provided in all securities through one of its Nasdaq Market Center MPIDs that represent more than 0.75% of Consolidated Volume during the month, and (iii) with shares of liquidity provided in all securities through one or more of its Nasdaq Market Center MPIDs that represent more than 0.90% of Consolidated Volume during the month:

\$0.0015 per share executed for quotes/orders that are not displayed \$0.00295 per share executed for other quotes/orders

member with shares of liquidity provided in all securities through one or more of its Nasdaq Market Center MPIDs that represent more than 0.45% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month:

\$0.0015 per share executed for quotes/orders that are not displayed \$0.0029 per share executed for other quotes/orders member with an average daily volume in all securities of more than 25 million shares of liquidity provided through one or more of its Nasdaq Market Center MPIDs during the month: \$0.0010 per share executed for quotes/orders that are not displayed \$0.0027 per share executed for other quotes/orders

member with shares of liquidity provided in all securities through one or more of its Nasdaq Market Center MPIDs that represent more than 0.30% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, including shares of liquidity provided with respect to securities that are listed on exchanges other than NASDAQ or NYSE that represent more than 0.10% of [such total consolidated volume] Consolidated Volume:

\$0.0015 per share executed for quotes/orders that are not displayed \$0.0029 per share executed for other quotes/orders

member with an average daily volume in all securities of more than 20 million shares of liquidity provided through one or more of its Nasdaq Market Center MPIDs:

\$0.001 per share executed for quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders

member with shares of liquidity accessed in all securities through one or more of its Nasdaq Market Center MPIDs that represent more than 0.65% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month; provided that the member also provides a daily average of at least 2 million shares of liquidity in all securities through one or more of its Nasdaq Market Center MPIDs during the month:

\$0.0015 per share executed for quotes/orders that are not displayed \$0.0029 per share executed for other quotes/orders

member with shares of liquidity accessed in all securities through one or more of its Nasdaq Market Center MPIDs representing more than 0.45% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month; provided that the member also provides a daily average of

\$0.0010 per share executed for quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders at least 2 million shares of liquidity in all securities through one or more of its Nasdaq Market Center MPIDs during the month:

member with (i) shares of liquidity provided in all \$0.0010 per share executed for securities during the month representing 0.10% or quotes/orders that are not more of [the total consolidated volume reported to displayed all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) shares of liquidity accessed in all securities during the month representing 0.20% or more of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs:

\$0.0025 per share executed for other quotes/orders

member with (i) shares of liquidity provided in all \$0.0010 per share executed for securities during the month representing more than 0.10% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) an average daily volume during the month of more than 115,000 contracts of liquidity accessed or provided through one or more of its Nasdaq Options Market MPIDs:

quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders

member with (i) shares of liquidity provided in all \$0.0015 per share executed for securities during the month representing more than 0.15% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) an average daily volume during the month of more than 115,000 contracts of liquidity accessed or provided through one or more of its Nasdaq Option Market MPIDs:

quotes/orders that are not displayed \$0.0029 per share executed for other quotes/orders

member with (i) shares of liquidity provided in all \$0.0015 per share executed for securities during the month representing more

quotes/orders that are not

than 1.0% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) an average daily volume during the month of more than 200,000 contracts of liquidity accessed or provided through one or more of its Nasdaq Options Market MPIDs:

displayed \$0.00295 per share executed for other quotes/orders

member that provides 3 million shares or more of liquidity through quotes/orders that are not displayed

\$0.0015 per share executed for quotes/orders that are not displayed

\$0.0015 per share executed for quotes/orders that are not displayed
\$0.0020 per share executed for other quotes/orders (unless the member qualifies for a higher rebate tier for such orders under another provision

of this rule)

Credit to other members: \$0.001 per share executed for

quotes/orders that are not

displayed

\$0.0020 per share executed for

other quotes/orders

LIST order that executes in Nasdaq's closing

process:

Applicable charges as provided in Rule 7018(d)

LIST order that executes in Nasdaq's opening

process:

Applicable charges as provided in Rule 7018(e)

LIST order that executes in Nasdaq's halt cross

process:

Applicable charges as provided in Rule 7018(f)

(2) Fees for Execution and Routing of Securities Listed on NYSE

Charge to enter SAVE or SOLV order \$0.0027 per share executed that executes in the Nasdaq Market Center:

Charge to enter other orders that execute \$0.0030 per share executed in the Nasdaq Market Center:

Charge to member entering DOTI, STGY, SCAN, SKNY, or SKIP order that executes in a venue other than the Nasdaq Market Center, and charge to member entering a LIST order that executes in a venue other than the Nasdaq Market Center, but not in an opening, closing, or reopening process: For DOTI orders that execute in NASDAQ OMX BX, NASDAQ will pass-through all fees assessed and rebates offered by NASDAQ OMX BX \$0.0015 credit for orders that add liquidity at the NYSE after routing \$0.0023 fee per share executed for other orders executed at NYSE \$0.0030 fee per share executed for other orders

Charge or credit to member entering TFTY, MOPP, SAVE, SOLV, CART, or directed order that executes in a venue other than the Nasdaq Market Center:

Credit of \$0.0005 per share executed for directed orders sent to NASDAQ OMX BX

Charge of \$0.0029 per share executed for directed orders sent to NASDAQ OMX PSX

For directed orders designated as Intermarket Sweep Orders that execute: (i) at venues other than NYSE, NASDAQ OMX BX, or NASDAQ OMX PSX, charge of \$0.0035 per share executed, or (ii) at NYSE, charge of \$0.0025 per share executed For other directed orders that execute at NYSE: (i) charge of \$0.0024 per share executed for members with an average daily volume through the Nasdaq Market Center in all securities during the month of more than 35 million shares of liquidity provided through one or more of its MPIDs, or (ii) charge of \$0.0025 per share executed for other members

For other directed orders, charge of \$0.0035 per share executed For TFTY, SOLV, CART, or SAVE orders that execute at NASDAQ OMX PSX, Nasdaq will pass through all fees assessed and rebates offered by NASDAQ OMX PSX Credit of \$0.0014 for TFTY, SOLV, CART, or SAVE orders that execute at NASDAQ OMX BX For a MOPP order: charge of \$0.0035 per share executed at venues other than

NYSE; or charge of \$0.0025 per share executed at NYSE For TFTY orders that execute: (i) at venues other than NYSE, NASDAO OMX BX or NASDAQ OMX PSX, charge of \$0.0005 per share executed; or (ii) at the NYSE, charge of \$0.0022 per share executed For SAVE or SOLV orders that execute: (i) at venues other than NYSE. NASDAQ OMX BX, or NASDAQ OMX PSX, charge of \$0.0026 per share executed, or (ii) at NYSE, charge of \$0.0022 per share executed

Credit to member for quotes/orders that provide liquidity:

member with shares of liquidity provided in all securities through one of quotes/orders that are not displayed its Nasdaq Market Center MPIDs that represent more than 0.90% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities | Consolidated Volume during the month:

\$0.0015 per share executed for \$0.00295 per share executed for other quotes/orders

member (i) that is a registered market maker through one of its Nasdaq Market quotes/orders that are not displayed Center MPIDs in at least 7,000 securities, (ii) with shares of liquidity provided in all securities through one of its Nasdaq Market Center MPIDs that represent more than 0.75% of Consolidated Volume during the month, and (iii) with shares of liquidity provided in all securities through one or more of its Nasdaq Market Center MPIDs that represent more than 0.90% of Consolidated Volume during the month:

\$0.0015 per share executed for \$0.00295 per share executed for other quotes/orders

member with shares of liquidity provided in all securities through one or quotes/orders that are not displayed more of its Nasdaq Market Center

\$0.0015 per share executed for \$0.0029 per share executed for other MPIDs that represent more than 0.45% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month:

quotes/orders

member with an average daily volume in \$0.0010 per share executed for all securities of more than 25 million shares of liquidity provided through one \$0.0027 per share executed for other or more of its Nasdaq Market Center MPIDs during the month:

quotes/orders that are not displayed quotes/orders

member with shares of liquidity provided in all securities through one or quotes/orders that are not displayed more of its Nasdaq Market Center MPIDs that represent more than 0.30% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, including shares of liquidity provided with respect to securities that are listed on exchanges other than NASDAQ or NYSE that represent more than 0.10% of [such total consolidated volume] Consolidated Volume:

\$0.0015 per share executed for \$0.0029 per share executed for other quotes/orders

member with an average daily volume in \$0.001 per share executed for all securities of more than 20 million shares of liquidity provided through one \$0.0025 per share executed for other or more of its Nasdaq Market Center MPIDs:

quotes/orders that are not displayed quotes/orders

member with shares of liquidity accessed in all securities through one or more of its Nasdaq Market Center MPIDs that represent more than 0.65% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month; provided that the member also provides a daily

\$0.0015 per share executed for quotes/orders that are not displayed \$0.0029 per share executed for other quotes/orders

average of at least 2 million shares of liquidity in all securities through one or more of its Nasdaq Market Center MPIDs during the month:

member with shares of liquidity
accessed in all securities through one or
more of its Nasdaq Market Center
MPIDs representing more than 0.45% of
[the total consolidated volume reported
to all consolidated transaction reporting
plans by all exchanges and trade
reporting facilities] Consolidated
Volume during the month; provided that
the member also provides a daily
average of at least 2 million shares of
liquidity in all securities through one or
more of its Nasdaq Market Center
MPIDs during the month:

\$0.0010 per share executed for quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders

member with (i) shares of liquidity provided in all securities during the month representing 0.10% or more of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) shares of liquidity accessed in all securities during the month representing 0.20% or more of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs:

\$0.0010 per share executed for quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders

member with (i) shares of liquidity provided in all securities during the month representing more than 0.10% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade

\$0.0010 per share executed for quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders

reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) an average daily volume during the month of more than 115,000 contracts of liquidity accessed or provided through one or more of its Nasdaq Options Market MPIDs:

member with (i) shares of liquidity provided in all securities during the month representing more than 0.15% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) an average daily volume during the month of more than 115,000 contracts of liquidity accessed or provided through one or more of its Nasdaq Options Market MPIDs:

\$0.0015 per share executed for quotes/orders that are not displayed \$0.0029 per share executed for other quotes/orders

member with (i) shares of liquidity provided in all securities during the month representing more than 1.0% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) an average daily volume during the month of more than 200,000 contracts of liquidity accessed or provided through one or more of its Nasdaq Options Market MPIDs:

\$0.0015 per share executed for quotes/orders that are not displayed \$0.00295 per share executed for other quotes/orders

member that provides 3 million shares or more of liquidity through quotes/orders that are not displayed \$0.0015 per share executed for quotes/orders that are not displayed \$0.0020 per share executed for other quotes/orders (unless the member qualifies for a higher rebate tier for such orders under another provision of this rule)

Credit to other members: \$0.001 per share executed for

> quotes/orders that are not displayed \$0.0020 per share executed for other

quotes/orders

Order that is routed to NYSE and then routed to another venue for execution:

NASDAQ will pass-through any routing fees charged to NASDAQ by NYSE

DOT or LIST Order that executes in the \$0.00085 per share executed NYSE closing process:

NYSE opening process or reopening process:

DOT or LIST Order that executes in the \$0.0005 per share executed, but not to exceed \$10,000 per month per member

Per order charge for round lot or mixed lot DOTI orders:

\$0.01 fee per DOTI Order when during a month: (i) a market participant sends an average of more than 10,000 DOTI Orders per day through one or more of its MPIDs; and (ii) the ratio of DOTI Orders to executions exceeds 300 to 1. The fee will apply to each DOTI Order that exceeds the 300 to 1 ratio. In calculating daily average DOTI Orders, Nasdaq will exclude the day with the highest ratio of DOTI Orders to executions.

(3) Fees for Execution and Routing of Orders in Securities Listed on Exchanges other than Nasdaq and NYSE

Charge to member entering SAVE or SOLV order that executes in the Nasdaq Market

Center:

\$0.0027 per share executed

Charge to enter other orders that execute in the \$0.0030 per share executed Nasdaq Market Center:

Charge to member entering DOTI, STGY, SCAN, SKNY, or SKIP order that executes in a venue other than the Nasdaq Market Center, and charge to member entering a LIST order that executes in a venue other than the Nasdaq Market Center, but not in an opening, closing

For DOTI orders that execute in NASDAQ OMX BX, Nasdaq will pass through all fees assessed and rebates offered by NASDAQ OMX BX

For other orders, \$0.0030 per

or re-opening process:

Charge or credit to member entering TFTY, MOPP, SAVE, SOLV, CART, or directed order that executes in a venue other than the Nasdaq Market Center:

share executed

Credit of \$0.0005 per share executed for directed orders sent to NASDAO OMX BX Charge of \$0.0029 per share executed for directed orders sent to NASDAQ OMX PSX Charge of \$0.0035 per share executed for other directed orders For TFYY, SOLV, CART, or SAVE orders that execute at NASDAQ OMX PSX, Nasdaq will pass through all fees assessed and rebates offered by NASDAQ **OMX PSX** Credit of \$0.0014 for TFTY, SOLV, CART, or SAVE orders that execute at NASDAQ OMX BXCharge of \$0.0026 per share executed for SAVE or SOLV orders that execute at venues other than NASDAQ OMX BX or NASDAQ OMX PSX Charge of \$0.0035 per share executed for a MOPP order Charge of \$0.0005 per share executed for TFTY orders that execute in venues other than NASDAO OMX BX or NASDAQ OMX PSX

Credit to member for quotes/orders that provide liquidity:

member with shares of liquidity provided in all \$0.0015 per share executed for securities through one of its Nasdaq Market Center MPIDs that represent more than 0.90% of [the total consolidated volume reported to all \$0.00295 per share executed for consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month:

quotes/orders that are not displayed other quotes/orders

member (i) that is a registered market maker

\$0.0015 per share executed for

through one of its Nasdaq Market Center MPIDs in at least 7,000 securities, (ii) with shares of liquidity provided in all securities through one of its Nasdaq Market Center MPIDs that represent more than 0.75% of Consolidated Volume during the month, and (iii) with shares of liquidity provided in all securities through one or more of its Nasdaq Market Center MPIDs that represent more than 0.90% of Consolidated Volume during the month:

quotes/orders that are not displayed \$0.00295 per share executed for other quotes/orders

member with shares of liquidity provided in all \$0.0015 per share executed for securities through one or more of its Nasdaq Market Center MPIDs that represent more than displayed 0.45% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month:

quotes/orders that are not \$0.0029 per share executed for other quotes/orders

member with an average daily volume in all securities of more than 25 million shares of liquidity provided through one or more of its Nasdaq Market Center MPIDs during the month:

\$0.0010 per share executed for quotes/orders that are not displayed \$0.0027 per share executed for other quotes/orders

member with shares of liquidity provided in all \$0.0015 per share executed for securities through one or more of its Nasdaq Market Center MPIDs that represent more than displayed 0.30% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, including shares of liquidity provided with respect to securities that are listed on exchanges other than NASDAQ or NYSE that represent more than 0.10% of [such total consolidated volume] Consolidated Volume:

quotes/orders that are not \$0.0029 per share executed for other quotes/orders

member with an average daily volume in all securities of more than 20 million shares of liquidity provided through one or more of its Nasdaq Market Center MPIDs:

\$0.001 per share executed for quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders

member with shares of liquidity accessed in all \$0.0015 per share executed for securities through one or more of its Nasdaq Market Center MPIDs that represent more than displayed 0.65% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month; provided that the member also provides a daily average of at least 2 million shares of liquidity in all securities through one or more of its Nasdaq Market Center MPIDs during the month:

quotes/orders that are not \$0.0029 per share executed for other quotes/orders

member with shares of liquidity accessed in all \$0.0010 per share executed for securities through one or more of its Nasdaq Market Center MPIDs representing more than 0.45% of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month; provided that the member also provides a daily average of at least 2 million shares of liquidity in all securities through one or more of its Nasdaq Market Center MPIDs during the month:

quotes/orders that are not displayed \$0.0025 per share executed for other quotes/orders

member with (i) shares of liquidity provided in \$0.0010 per share executed for all securities during the month representing 0.10% or more of [the total consolidated volume reported to all consolidated transaction \$0.0025 per share executed for reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) shares of liquidity accessed in all securities during the month representing 0.20% or more of [the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs:

quotes/orders that are not displayed other quotes/orders

member with (i) shares of liquidity provided in \$0.0010 per share executed for all securities during the month representing

quotes/orders that are not

more than 0.10% of [the total consolidated volume reported to all consolidated transaction \$0.0025 per share executed for reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdag Market Center MPIDs, and (ii) an average daily volume during the month of more than 115,000 contracts of liquidity accessed or provided through one or more of its Nasdaq **Options Market MPIDs:**

displayed other quotes/orders

member with (i) shares of liquidity provided in \$0.0015 per share executed for all securities during the month representing more than 0.15% of [the total consolidated volume reported to all consolidated transaction \$0.0029 per share executed for reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdag Market Center MPIDs, and (ii) an average daily volume during the month of more than 115,000 contracts of liquidity accessed or provided through one or more of its Nasdaq **Options Market MPIDs:**

quotes/orders that are not displayed other quotes/orders

member with (i) shares of liquidity provided in \$0.0015 per share executed for all securities during the month representing more than 1.0% of [the total consolidated volume reported to all consolidated transaction \$0.00295 per share executed for reporting plans by all exchanges and trade reporting facilities] Consolidated Volume during the month, through one or more of its Nasdaq Market Center MPIDs, and (ii) an average daily volume during the month of more than 200,000 contracts of liquidity accessed or provided through one or more of its Nasdaq **Options Market MPIDs:**

quotes/orders that are not displayed other quotes/orders

member that provides 3 million shares or more \$0.0015 per share executed for of liquidity through quotes/orders that are not displayed

quotes/orders that are not displayed \$0.0020 per share executed for other quotes/orders (unless the member qualifies for a higher rebate tier for such orders under another provision of this rule)

Credit to other members:

\$0.001 per share executed for quotes/orders that are not displayed \$0.0020 per share executed for other quotes/orders

Order that is routed to NYSEAmex or NYSEArca and then routed to another venue for execution:

NASDAQ will pass-through any routing fees charged to NASDAQ by NYSEAmex or NYSEArca, as applicable

LIST order that executes in an exchange's closing process:

\$0.001 per share executed in the NYSEArca closing process \$0.00085 per share executed in the NYSEAmex closing process

LIST order that executes in an exchange's opening process:

\$0.0005 per share executed in the NYSEArca opening process; provided, however, that total charges for all LIST orders that execute in the NYSEArca opening process shall not exceed \$10,000 per month \$0.0005 per share executed in the NYSEAmex opening process

LIST order that executes in an exchange's reopening process:

\$0.001 per share executed in the NYSEArca re-opening process \$0.0005 per share executed in the NYSEAmex re-opening process

(b) - (k) No change.