Proposed new text is <u>underlined</u>; Deleted text is [bracketed].

NASDAQ Stock Market Rules

Equity Rules

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7034. Co-Location Services

The following charges are assessed by NASDAQ for co-location services: 1

(a) Cabinets

Cabinet with Power

Description	Installation Fee	Ongoing Monthly Fee
Super High Density Cabinet (>10kW - <=17.3kW)	\$7,000***	\$13,000**
High Density Cabinet (>7kW - <10kW)	\$3,500	\$7,000**
Medium-High Density Cabinet (>5kW - <=7kW)	\$3,500	\$6,000**
Medium Density Cabinet (>2.88kW - <=5kW)	\$3,500	\$5,000**
Low Density Cabinet (<=2.88kW)	\$3,500	\$4,000**
Half Cabinet*		\$3,000

^{*} Not available to new subscribers.

Note: Cabinet power cap is based on the available power at 80% of the breakered capacity of all circuit pairs within a cabinet (where a primary/redundant circuit pair is considered a single circuit).

^{**} Discount of 15% of fee available to users of 25 or more full cabinets who commit to a 3 year term; Discount of 10% of fee available to users of 25 or more full cabinets who commit to a 2 year term.

^{***} Includes larger cabinet (30" W x 48" D x 96" H). Standard installation fee of \$3,500 would apply if smaller cabinet (24"W x 42"D x 84"H) is requested.

Temporary Fee Reduction for Cabinets with Power.

New cabinets ordered during [July and August of 2013] October 1 through December 31, 2013 will be assessed standard installation fees and reduced Ongoing Monthly Fees as set forth below. Reduced fees shall apply only to the new cabinets, for a period of 24 months, and only for so long as the total number of cabinets controlled by a given customer exceeds the total of cabinets controlled by that customer as of [May 31, 2012] August 31, 2013.

Super High Density	\$8,000
High Density	\$4,500
Medium-High Density	\$3,500
Medium Density	\$2,500
Low Density	\$2,000

Shared Cabinet Space

Description	Installation Fee	Ongoing Monthly Fee
4U Block of Cabinet Space including up to 500W of power*	\$150 per hour	\$600

^{*}No more than 2 4U Blocks. Access restricted to Nasdaq personnel.

Specialty Cabinet Charge

Description Ongoing Monthly Fee

Additional Charge per Cabinet for cabinet > 24"W for each 6"W increment greater than 24"W - 2x the ongoing cabinet fee if the cabinet is >=48"W

\$500 per 6" or 2x the Ongoing Cabinet fee

\$500

Multi-Firm Cabinet Charge

Description Ongoing Monthly Fee

Additional Charge per Cabinet for each cabinet that supports a firm other than the firm contracted to receive the cabinet by Nasdaq Technology Services

¹ Co-location services provided by NASDAQ Technology Services LLC.

- (b) No change.
- (c) No change.
- (d) No change.

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