EXHIBIT 5

Deleted text is [bracketed]. New text is <u>underlined</u>.

Rules of NASDAQ OMX BX

Options Rules

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Chapter XV Options Pricing

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Sec. 2 BX Options Market—Fees and Rebates
The following charges shall apply to the use of the order execution and routing services of the BX Options market for all securities.

(1) Fees for Execution of Contracts on the BX Options Market:

Fees and Rebates (per executed contract)

	Customer	BX Options Market Maker	Non-Customer[1]	Firm
Penny Pilot Options (Excluding Options in [SPY]<u>Select Symbols</u>):				
Rebate to Add Liquidity	#	$0.10[2]	N/A	N/A
Fee to Add Liquidity	#	$0.39[3]	$0.45	$0.45
Rebate to Remove Liquidity	#	N/A	N/A	N/A
Fee to Remove Liquidity	N/A	#	$0.46	$0.46
Non-Penny Pilot Options:				
Rebate to Add Liquidity	*	N/A	N/A	N/A
Fee to Add Liquidity	*	$0.50/$0.95[5]	$0.98	$0.98
Rebate to Remove Liquidity	*	N/A	N/A	N/A
Fee to Remove Liquidity	N/A	*	$0.89	$0.89

[1]A Non-Customer includes a Professional, Broker-Dealer and Non-BX Options Market Maker.

[2]The Rebate to Add Liquidity will be paid to a BX Options Market Maker only when the BX Options Market Maker is contra to a Non-Customer, Firm, or BX Options Market Maker.

[3]The Fee to Add Liquidity will be assessed to a BX Options Market Maker only when the BX Options Market Maker is contra to a Customer.

[4]Reserved

[5]The higher Fee to Add Liquidity will be assessed to a BX Options Market Maker only when the BX Options Market Maker is contra to a Customer.

Penny Pilot Options Tier Schedule (excluding [SPY]Select Symbols Options)

		Rebate to Add Liquidity	Fee to Add Liquidity	Rebate to Remove Liquidity	Fee to Remove Liquidity	Fee To Remove Liquidity
	When:	Customer	Customer	Customer	BX Options Market Maker	BX Options Market Maker
	Trading with:	Non-Customer, BX Options Market Maker, or Firm	Customer	Non-Customer, BX Options Market Maker, Customer, or Firm	Customer	Non-Customer, BX Options Market Maker, or Firm
Tier 1	Participant executes less than 0.05% of total industry customer equity and ETF option ADV contracts per month.	$0.00	$0.39	$0.00	$0.39	$0.46
Tier 2	Participant executes 0.05% to less than 0.15% of total industry customer equity and ETF option ADV contracts per month.	$0.10	$0.39	$0.25	$0.39	$0.46

Tier 3	Participant executes 0.15% or more of total industry customer equity and ETF option ADV contracts per month	$0.20	$0.39	$0.35	$0.30	$0.46

[SPY]Select Symbols Options Tier Schedule

	When:	Rebate to Add Liquidity	Fee to Add Liquidity	Rebate to Remove Liquidity	Fee to Remove Liquidity
	When:	Customer	BX Options Market Maker	Customer	BX Options Market Maker
	Trading with:	Non-Customer, BX Options Market Maker, or Firm	Customer	Non-Customer, BX Options Market Maker, Customer, or Firm	Customer
Tier 1	Participant executes less than 0.05% of total industry customer equity and ETF option ADV contracts per month.	$0.00	$0.[42]44	$0.00	$0.42
Tier 2	Participant executes 0.05% to less than 0.15% of	$0.10	$0.[42]44	$0.25	$0.42

	total industry customer equity and ETF option ADV contracts per month.				
Tier 3	Participant executes 0.15% or more of total industry customer equity and ETF option ADV contracts per month	$0.20	$0.[39]40	$0.37	$0.39
Tier 4	Participant executes more than [5,000 ADV in]10,000 PRISM Agency Contracts per month; or Participant executes BX Options Market Maker volume of 0.30% or more of total industry customer equity and ETF options ADV per month	$0.25	$0.[32]29	$0.37	$0.25

BX Options Select Symbol List

The following are Select Symbols: ASHR, DIA, DXJ, EEM, EFA, EWJ, EWT, EWW, EWY, EWZ, FAS, FAZ, FXE, FXI, FXP, GDX, GLD, HYG, IWM, IYR, KRE, OIH, QID, QLD, QQQ, RSX, SDS, SKF, SLV, SPY, SRS, SSO, TBT, TLT, TNA, TZA, UNG, URE, USO, UUP, UVXY, UYG, VXX, XHB, XLB, XLE, XLF, XLI, XLK, XLP, XLU, XLV, XLY, XME, XOP, XRT

- BX Options Market Maker fee to add liquidity in [SPY]Select Symbols Options will be $0.[00]04 when trading with Firm, Non-Customer, or BX Options Market Maker.

- Firm fee to add liquidity and fee to remove liquidity in [SPY]Select Symbols Options will be $0.33 per contract, regardless of counterparty.

• Non-Customer fee to add liquidity and fee to remove liquidity in [SPY]Select Symbols Options will be $0.46 per contract, regardless of counterparty.

• BX Options Market Maker fee to remove liquidity in [SPY]Select Symbols Options will be $0.46 per contract when trading with Firm, Non-Customer, or BX Options Market Maker.

• Customer fee to add liquidity in [SPY]Select Symbols Options when contra to another Customer is $0.33 per contract.

• Volume from all products listed on BX Options will apply to the [SPY]Select Symbols Options Tiers.

* Non-Penny Pilot Options Tier Schedule

No Change.

(2) - (5)   No Change.

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