

EXHIBIT 5

Deleted text is [bracketed]. New text is underlined.

**Nasdaq GEMX, LLC
RULES**

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**Nasdaq GEMX
Schedule of Fees**

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V. Market Data

A. – C. No change.

D. Nasdaq GEMX Open/Close End of Day Trade Profile

Ad-hoc requests (historical data) - \$400 per request per month. An ad-hoc request can be made for any number of months, beginning in August 2013, for which data is available.

E. Nasdaq GEMX Open/Close Intraday Trade Profile

Ad-hoc requests (historical data) - \$750 per request per month. An ad-hoc request can be made for any number of months, beginning in August 2013, for which data is available.

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