

Exhibit 5

Text of Proposed Rule Change

New text is underscored; deleted text is in [brackets]**New York Stock Exchange Price List 2010**

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Transaction FeesRegular Session Trading¹

Transactions in stocks with a per share stock price of \$1.00 or more

Equity per Share Credit - per transaction - when adding liquidity to the NYSE (displayed and non-displayed).....	\$0.0013
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security)	No Charge
Non-electronic agency transactions between floor brokers in the crowd	No Charge
At the opening or at the opening only orders – per share ²	\$0.0005
Executions at the close (except market at-the-close and limit at-the-close orders).....	No Charge
Equity per Share Charge ³ - per transaction (charged to both sides) – for all market at-the-close (“MOC”) and limit at-the-close orders (“LOC”)	\$0.000[7]85
Equity per Share Charge ³ - per transaction (charged to both sides) – for all odd lot transactions (including the odd lot portions of partial round lots).....	\$0.0021
Equity per Share Charge ³ for all other transactions (i.e., when taking liquidity from the NYSE) – per transaction.....	\$0.0021
Routing Fee – per share (except floor brokers) ⁴	\$0.0030
Routing Fee – per share (floor brokers) ⁵	\$0.0029
Credit per Share - for executions of orders sent to the floor broker for representation on the NYSE when adding liquidity to the NYSE Display Book system	\$0.0015

¹ Does not apply to transactions by members acting as a Designated Market Maker for own account.

² \$10,000 cap per month per member organization.

³ Includes shares, rights and warrants.

⁴ Applies to all orders routed from the New York Stock Exchange and executed in another market. The Routing Fee will be billed monthly.

Floor Broker executions swept into the close.....	No Charge
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Closing Offset ("CO") Orders.....	No Charge
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Transactions in stocks with a per share stock price less than \$1.00

Equity per Share Charge - per transaction - when adding liquidity to the NYSE in any stock with a per share stock price below \$1.00 (displayed and non-displayed).....	No Charge
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	The lesser of (i) 0.3% of the total dollar value of the transaction and (ii) \$0.0005 per share
At the opening or at the opening only orders – per share ²	

Executions at the close (except market at-the-close and limit at-the-close orders).....	No Charge
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Credit per Share - for executions of orders in any stock with a per share stock price below \$1.00 sent to the floor broker for representation on the NYSE when adding liquidity to the NYSE Display Book system.....	\$0.0004
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	The lesser of (i) 0.3% of the total dollar value of the transaction and (ii) the Routing Fee that would be applicable if the stock did not have a price below \$1.00
Routing Fee – per share in any stock with a per share stock price below \$1.00	

	The lesser of (i) 0.3% of the total dollar value of the transaction and (ii) \$0.0007 ¹⁸⁵ per share
Equity per Share Charge ³ - per transaction (charged to both sides) – for all market at-the-close and limit at-the-close, in each case in any stock with a per share stock price below \$1.00.....	

	The lesser of (i) 0.3% of the total dollar value of the transaction and (ii) \$0.0021
Equity per Share Charge ³ - per transaction (charged to both sides) – for all odd lot transactions (including the odd lot portions of partial round lots).....	

	The lesser of (i) 0.3% of the total dollar value of the transaction and (ii) \$0.0021 per share
Equity per Share Charge for all other transactions (i.e., when taking liquidity from the NYSE) – per transaction in any stock with a per share stock price below \$1.00.....	

Closing Offset ("CO") Orders.....	No Charge
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