EXHIBIT 5

Additions <u>underscored</u>
Deletions [bracketed]

NYSE Arca Options Fees and Charges

Effective Date: [April] <u>May</u> 1, 2013

*****

NYSE Arca OPTIONS: TRADE-RELATED CHARGES FOR STANDARD OPTIONS

*****

TRANSACTION FEE - PER CONTRACT

Order Type	Electronic Executions in Penny Pilot Issues[6]		Electronic Executions in Non Penny Pilot Issues[6]	
	Post Liquidity	Take Liquidity	Post Liquidity	Take Liquidity
LMM	($0.32)	$0.47	($0.40)	$0.84
NYSE Arca Market Maker	($0.32)	$0.47	($0.05)	$0.84
Firm and Broker Dealer	($0.10)	$0.4[7]8	$0.50	$0.87
Customer	($0.25)	$0.45	($0.75)	$0.82
Customer against LMM*	N/A	N/A	N/A	$0.67

* This rate shall apply to electronic Customer executions that take liquidity in a non-Penny Pilot class from the trading interest of an LMM (including orders and quotes) if the OTP Holder or OTP Firm entering the Customer's order, during the month, (i) executes an average daily volume ("ADV") on the Exchange of at least 15,000 contracts from electronic Customer orders that take liquidity in non-Penny Pilot classes or (ii) executes a combined ADV on the Exchange of at least 30,000 contracts in non-Penny Pilot classes from electronic Customer orders that take liquidity and affiliated electronic Market Maker orders and quotes that post liquidity in non-Penny Pilot classes.

For purposes of calculating ADV for the qualification, the Take Liquidity threshold does not include orders that are routed to other exchanges for execution at the NBBO; Post or Take Liquidity calculations do not include volume from Electronic Complex Orders.

*****

6.   For Electronic Executions, Post Liquidity Fees are credited and Take Liquidity Fees are charged (except that Firms and Broker Dealers shall be charged for electronic executions in non-Penny Pilot issues that post liquidity). Transaction fees do not apply to executions occurring during the Opening Auction. Penny Pilot issues trade as part of a pilot program in accordance with Rule 6.72.