EXHIBIT 5

<u>Underlining</u> indicates new text; [brackets] indicate deletions.

Rules of the NYSE Arca, Inc.

Rule 8-E

Trading of Certain Equity Derivatives

Rule 8.201-E. Commodity-Based Trust Shares

(a) The Exchange will consider for trading, whether by listing or pursuant to unlisted trading privileges, Commodity-Based Trust Shares that meet the criteria of this Rule.

- (c) *Definitions*. The following terms as used in the Rules shall, unless the context otherwise requires, have the meaning herein specified:
 - (1) Commodity-Based Trust Shares. The term "Commodity-Based Trust Shares" means a security (a) that is issued by a trust ("Trust") that holds (1) a specified commodity deposited with the Trust, or (2) a specified commodity and, in addition to such specified commodity, cash; (b) that is issued by such Trust in a specified aggregate minimum number in return for a deposit of a quantity of the underlying commodity and/or cash; and (c) that, when aggregated in the same specified minimum number, may be redeemed at a holder's request by such Trust which will deliver to the redeeming holder the quantity of the underlying commodity and/or cash.
 - (2) *Commodity*. The term "commodity" is defined in Section 1[(a)] \underline{a} ([4] $\underline{9}$) of the Commodity Exchange Act.
