

Exhibit 5

Additions underlined.
Deletions [bracketed].

NYSE AMEX OPTIONS FEE SCHEDULE*

*NYSE Amex Options is the options trading facility of NYSE MKT LLC

Last Updated: [January 8] February 3, 2014

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NYSE AMEX OPTIONS: TRADE-RELATED CHARGES FOR STANDARD OPTIONS

TRANSACTION FEE/CREDIT - PER CONTRACT

Order Type	Rate Per Contract
Specialists, eSpecialists ⁵	\$0.13
Specialist, eSpecialists with 50,000 or more contracts ADV each day in a month ⁵	\$0.10
NYSE Amex Options Market Maker – Non Directed ⁵	\$0.20
NYSE Amex Options Market Maker – Non Directed with 50,000 or more contracts ADV each day in a month ⁵	\$0.17
NYSE Amex Options Market Maker – Directed ⁵	\$0.18
NYSE Amex Options Market Maker – Directed with 50,000 or more contracts ADV each day in a month ⁵	\$0.15
NYSE Amex Options Directed Market Maker, NYSE Amex Options Non Directed Market Maker, Specialist or eSpecialist – Electronic Complex Order Executions in SPY options only ⁵	\$0.10
Non-NYSE Amex Options Market Maker Electronic ¹⁴	\$0.43
Non-NYSE Amex Options Market Maker Manual ¹⁴	\$0.25
Professional Customer and Broker Dealer Manual	\$0.25
Professional Customer and Broker Dealer Electronic [ADV Tiers For Taking Liquidity ¹⁶]	<u>\$0.32</u> [Rate Per Contract For All Electronic Professional Customer and Broker Dealer Volumes]
[0 to 16,999]	[\$.32]
[17,000 to 49,999]	[\$.28]
[Over 49,999]	[\$.23]
Non BD Customer Electronic	\$0.00
Non BD Customer Manual	\$0.00

Firm Proprietary Manual ⁶	\$0.25
Firm Facilitation <u>Manual</u> ⁶	\$0.00
Firm Proprietary Electronic [ADV Tiers ⁶]	<u>\$0.32</u> [Per Contract Rate For Electronic Firm Transactions (retroactive to the first contract traded during the month)]
[Less than .21% of Total Industry Customer equity and ETF option ADV]	[\$.32]
[.21% to .32% of Total Industry Customer equity and ETF option ADV]	[\$.20]
[Greater than .32% of Total Industry Customer equity and ETF option ADV]	[\$.17]
[Customer Electronic Complex Order ADV Tiers]	[Rebate Per Contract For All Customer Electronic Complex Orders (retroactive to the first contract traded during the month)]
[35,000 to 49,999]	[\$0.04]
[50,000 to 69,999]	[\$0.06]
[70,000 to 109,999]	[\$0.08]
[110,000 and greater]	[\$0.10]
[Customer Electronic ADV Tiers ¹⁷]	[Rebate Per Contract For All Customer Electronic Equity and ETF Option Volume Over 120,000 ADV (excludes volume from QCC Orders, Strategy Executions, Complex Orders and orders routed away in connection with the Options Order Protection and Locked/Crossed Market Plan referenced in Rule 991NY)]
[at least 2.7% of Total Industry Customer equity and ETF option ADV]	[\$0.07]
[at least 3.6% of Total Industry Customer equity and ETF option ADV]	[\$0.08]
[at least 4.4% of Total Industry Customer equity and ETF option ADV]	[\$0.09]

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NYSE AMEX OPTIONS: QUALIFIED CONTINGENT CROSS (“QCC”) FEES

Fee/Rebate	Rate Per Contract
Customer Order Fee	\$0.00
Non-Customer Order Fee	\$0.20
Order Fee for Specialists and eSpecialists that execute fewer than 50,000 contracts ADV each day in a month ⁵	\$0.13
Order Fee for Specialists and eSpecialists that execute 50,000 or more contracts ADV each day in a month ⁵	\$0.10
[Service Fee for Firms, Specialists, e-Specialists, and Market Makers (both Directed and non-Directed) Exceeding Monthly Fee Cap Trading with non-Customers ^{5,6}]	[\$0.05]
[Service Fee for Firms, Specialists, e-Specialists, and Market Makers (both Directed and non-Directed) Exceeding Monthly Fee Cap Trading with Customers ^{5,6}]	[\$.10]
Floor Broker Rebate for Executed QCC Orders ¹⁵	
300,000 or fewer contracts	\$0.07
Greater than 300,000 contracts	\$0.10

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NYSE AMEX OPTIONS: TRADE-RELATED REBATES OR SUBSIDIES FOR STANDARD OPTIONS

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<u>Customer Electronic Complex Order ADV Tiers</u>	<u>Rebate Per Contract For All Customer Electronic Complex Orders (retroactive to the first contract traded during the month)</u>
<u>35,000 to 49,999</u>	<u>\$0.04</u>
<u>50,000 to 69,999</u>	<u>\$0.06</u>
<u>70,000 to 109,999</u>	<u>\$0.08</u>
<u>110,000 and greater</u>	<u>\$0.10</u>

OFP Electronic ADV Tiers¹⁷

Rebate Per Contract For
Certain Electronic Equity
and ETF Option Volume
(excludes volume from
QCC Orders, Strategy
Executions, Complex
Orders and orders routed
away in connection with
the Options Order
Protection and
Locked/Crossed Market
Plan referenced in Rule
991NY)

TIER 1A - Electronic Customer volume of at least 2.0% of Total
Industry Customer equity and ETF option ADV – rebate paid on
Customer electronic contract volumes in excess of 200,000 ADV
only

\$0.06

OR

TIER 1 B - Electronic volume of at least .75% of Total Industry
Customer equity and ETF option ADV where 40% of the electronic
volume consists of Non-NYSE Amex Options Market Maker, Firm,
Professional Customer and/or Broker Dealer – rebate paid on all
Customer electronic contract volumes

\$0.06

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⁵ Specialist, eSpecialist, and Market Maker (both Directed and non-Directed) fees will be aggregated and capped at \$350,000 per month plus an incremental service fee of \$.01 per contract for all Specialist, eSpecialist and Market Maker volume executed in excess of 3,500,000 contracts per month, except for the execution of [a QCC order against a non-Customer, in which case the incremental service fee is \$.05, or the execution of either a QCC order against a Customer or the execution of] an Electronic Complex Order, in which case the incremental service fee is \$.10. Any fees or volume associated with a Strategy Trade (reversals and conversions, box spreads, short stock interest spreads, merger spreads, and jelly rolls) and Mini option volumes will not be counted towards either the \$350,000 cap, or the volume threshold of 3,500,000 contracts. Royalty Fees will continue to be charged and do not count toward the \$350,000 fee cap. Specialist, eSpecialist, and Market Maker (both Directed and non-Directed) participants that execute 50,000 or more contracts ADV each day during the month, excluding Mini option volume, will be eligible for the lower per contract rate described in the fee schedule under the section on "NYSE Amex Options: Trade-Related Charges." In calculating this threshold of 50,000 or more contracts, the Exchange will exclude both Strategy Trades and QCC trades. Mini option contracts are subject to separate pricing and are not eligible for inclusion in the \$350,000 per month fee cap described above.

⁶ Firm Proprietary manual trades are those trades executed in open outcry on behalf of an ATP holder that clear in the firm range. The [f]Firm [f]Facilitation Manual rate applies to trades that are executed in open outcry, that clear in the firm range (clearance account "F") [and]with a customer on the contra (clearance account "C") with the same clearing firm symbol on both sides of the trade. Fees for Firm Proprietary manual trades will be aggregated and capped at \$100,000 per month for member firms plus an incremental service fee of \$.01 per contract for all Firm Proprietary manual trading volume in excess of the cap, except for the execution of a QCC order [against a non-Customer], in which case there is no incremental service fee[is \$.05, and the

execution of a QCC order against a Customer, in which case the incremental service fee is \$.10]. Any fee or volume associated with a Strategy Execution (reversal and conversion, box spread, short stock interest spread, merger spread and jelly roll) will not be counted toward the \$100,000 cap. [QCC volume will not count toward a Firm's proprietary electronic ADV tiers.] Royalty fees will continue to be charged at the rate provided herein and do not count toward the \$100,000 fee cap. Firm Facilitation Manual trades will continue to be executed at the rate of \$0.00 per contract regardless of whether a firm has reached the \$100,000 cap or not[, except for QCC volume in excess of the cap as noted above]. Mini option contracts are subject to separate pricing and are not eligible for inclusion in the \$100,000 per month fee cap described above. Firm Facilitation Manual trades in Mini option contracts, however, will continue to be executed at the Firm Facilitation Manual rate of \$0.00 per contract.

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¹⁵ QCC executions, for both Mini and standard option contracts, in which a Customer is on both sides of the QCC trade (for example, Customer buying 1,000 ABC Dec 40 Calls trades with Customer selling 1,000 ABC Dec 40 Calls at \$2.00 executed pursuant to QCC) will not be eligible for the Floor Broker Rebate. The rebate is paid only on volume within the applicable tier and is not retroactive to the first contract traded. The maximum Floor Broker Rebate paid shall not exceed \$375,000 per month per Floor Brokerage firm.

¹⁶ Reserved Professional Customers and Broker Dealers will be entitled to trade at lower per contract rates for all their electronic executions, excluding Mini options contracts, if they meet the specified range of average daily volume during the month when they take liquidity. A Professional Customer or Broker Dealer will be treated as a "taker" of liquidity any time they send a marketable order, excluding Mini options contracts, to the Exchange and it immediately trades against a posted bid or offer in the Exchange's Consolidated Order Book. When a Professional Customer or Broker Dealer is resting a bid or offer in the Exchange's Consolidated Order Book, it will be treated as a "maker" of liquidity and any volumes, excluding Mini options contracts, arising from making liquidity will not count towards the volume tier for the month. Volumes, excluding Mini options contracts, arising from making liquidity will be eligible for the lower per contract rate(s) if sufficient taking liquidity average daily volume is executed. Average daily volume will be calculated by using the total of taking liquidity volume, excluding Mini options contracts, divided by the number of days in the month when the Exchange was open for business. Volumes, excluding Mini options contracts, arising from the execution of either Complex Orders or QCC orders will not count towards the calculation of average daily volume for purposes of the volume tiers. Complex Order volumes from electronic executions will be eligible for the reduced rates that a participant may achieve based on their take volumes. QCC orders, excluding Mini options contracts, will continue to be billed at the \$.20 per contract rate applicable to Non-Customers. QCC orders for Mini options contracts will be billed at the rate of \$.10 per contract.]

¹⁷ To be eligible, an OFP must meet the [following minimum] criteria described in either Tier. An OFP that qualifies for multiple parts of one Tier will be paid on the part of the Tier that yields the highest total rebate to that OFP. For example if an OFP qualifies for Tier 1A and Tier 1B, the OFP will receive a single rebate from the either Tier 1A or Tier 1 B, not both, depending upon which part of Tier 1 would result in the largest rebate to the OFP. [First, an OFP must execute an ADV of at least 120,000 Customer electronic equity and ETF option contracts, excluding Mini options contracts.] Volume from executions of QCC Orders, Strategy Executions, Mini options contracts, electronic Complex Orders and orders that are routed to one or more exchanges in connection with the Options Order Protection and Locked/Crossed Market Plan referenced in Rule 991NY ("routed orders" for purposes of this rebate) shall not count toward[either the 120,000 Customer electronic equity and ETF option ADV minimum or] any of the Electronic [Customer electronic equity and ETF option] ADV Tiers. [Volume from executions of Customer Electronic Complex Orders shall not count toward the 120,000 Customer electronic equity and ETF option ADV minimum, but shall count toward any of the Customer electronic equity and ETF option ADV Tiers. Volume attributable to the execution of QCC Orders, Strategy Executions,

Customer Electronic Complex Orders, Mini options contracts or routed orders shall not receive a rebate. Second, an OFP must execute an ADV of at least 200,000 Customer electronic equity and ETF option contracts, excluding Mini options contracts, that specifically result from posting orders to the Exchange's Consolidated Order Book. In calculating the 200,000 Customer electronic equity and ETF option ADV posting requirement, the Exchange shall exclude volume attributable to QCC Orders, Strategy Executions, Electronic Customer Complex Orders, Mini options contracts and routed orders. Total Industry Customer equity and ETF option average daily volume includes OCC calculated Customer volume of all types, including Complex Order Transactions, QCC transactions, and mini options transactions, in equity and ETF options.]

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