SR-Phlx-2011-129 Page 25 of 27

#### **EXHIBIT 5**

Additions are <u>underlined</u> and deletions are [Bracketed].

## Rule 133. Trading Halts Due to Extraordinary Market Volatility

- (a) The Exchange shall halt trading in all stocks and shall not reopen for the time periods specified in this Rule if there is a Level 1, 2, or 3 Market Decline.
  - (i) For purposes of this Rule, a Market Decline means a decline in price of the S&P 500® Index between 9:30 a.m. EST and 4:00 p.m. EST on a trading day as compared to the closing price of the S&P 500® Index for the immediately preceding trading day. The Level 1, Level 2, and Level 3 Market Declines that will be applicable for the trading day will be publicly disseminated before 9:30 a.m. EST.
  - (ii) A "Level 1 Market Decline" means a Market Decline of 7%.
  - (iii) A "Level 2 Market Decline" means a Market Decline of 13%.
  - (iv) A "Level 3 Market Decline" means a Market Decline of 20%.

## (b) Halts in Trading.

- (i) If a Level 1 Market Decline or a Level 2 Market Decline occurs after 9:30 a.m. and up to and including 3:25 p.m, EST or in the case of an early scheduled close, 12:25 p.m. EST the Exchange shall halt trading in all stocks for 15 minutes after a Level 1 or Level 2 Market Decline. The Exchange shall halt trading based on a Level 1 or Level 2 Market Decline only once per trading day. The Exchange will not halt trading if a Level 1 Market Decline or a Level 2 Market Decline occurs after 3:25 p.m. EST or in the case of an early scheduled close, 12:25 p.m. EST.
- (ii) If a Level 3 Market Decline occurs at any time during the trading day, the Exchange shall halt trading in all stocks until the primary listing market opens the next trading day.

## (c) Re-opening of Trading

- (i) The re-opening of trading following a Level 1 or 2 trading halt shall follow procedures set forth in Rule 3100.
- (ii) If the primary listing market halts trading in all stocks, the Exchange will halt trading in those stocks until trading has resumed on the primary listing market or notice has been received from the primary listing market that trading may resume. If the primary listing market does not reopen a security within 15 minutes following the end of the 15-minute halt period, the Exchange may resume trading in that security.

SR-Phlx-2011-129 Page 26 of 27

(d) Nothing in this Rule 133 should be construed to limit the ability of the Exchange to otherwise halt, suspend, or pause the trading in any stock or stocks traded on the Exchange pursuant to any other Exchange rule or policy.

- [ (a) Trading in stocks shall halt on the Exchange and shall not reopen for the time periods described in this paragraph (a) if the Dow Jones Industrial Average SM \* reaches Level 1 below its closing value on the previous trading day:
  - (i) before 2:00 p.m. Eastern time, for one hour;
  - (ii) at or after 2:00 p.m. but before 2:30 p.m. Eastern time, for 30 minutes.

If the Dow Jones Industrial Average reaches Level 1 below its closing value on the previous trading day at or after 2:30 p.m. Eastern time, trading shall continue on the Exchange until the close, unless the Dow Jones Industrial Average reaches Level 2 below its closing value on the previous trading day, at which time trading shall be halted for the remainder of the day.

- (b) Trading in stocks shall halt on the Exchange and shall not reopen for the time periods described in this paragraph (b) if the Dow Jones Industrial Average reaches Level 2 below its closing value on the previous trading day:
  - (i) before 1:00 p.m. Eastern time, for two hours;
  - (ii) at or after 1:00 p.m. but before 2:00 p.m. Eastern time, for one hour;
  - (iii) at or after 2:00 p.m. Eastern time, for the remainder of the day.
- (c) If the Dow Jones Industrial Average reaches Level 3 below its closing value on the previous trading day, trading in stocks shall halt on the Exchange and shall not reopen for the remainder of the day.

# • • • Supplementary Material: -----

- .01 Levels 1, 2 and 3 shall be calculated at the beginning of each calendar quarter, using the average closing value of the Dow Jones Industrial Average for the month prior to the beginning of the quarter: Level 1 shall be 10% of such average closing value calculation: Level 2 shall be 20% of such average closing value calculation: Level 3 shall be 30% of such average closing value calculation. Each Level shall be rounded to the nearest fifty points. The values of Levels 1, 2 and 3 shall remain in effect until the next calculation.
- .02 The restrictions in this Rule 133 shall apply whenever the Dow Jones Industrial Average reaches the trigger values notwithstanding the fact that, at any given time, the calculation of the value of the average may be based on the prices of less than all of the stocks included in the average.

SR-Phlx-2011-129 Page 27 of 27

.03 The reopening of trading following a trading halt under this Rule 133 shall be conducted pursuant to procedures adopted by the Exchange and communicated by notice to its members and member organizations.

**.04** Nothing in this Rule 133 should be construed to limit the ability of the Exchange to otherwise halt or suspend the trading in any stock or stocks traded on the Exchange pursuant to any other Exchange rule or policy.]