

Exhibit 5

New text is underlined; deleted text is in brackets.

**NASDAQ OMX PHLX LLC
FEE SCHEDULE**

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I. Rebates and Fees for Adding and Removing Liquidity in Select Symbols

Select Symbols shall be defined as options overlying the following symbols: AA, AAPL, ABX, AIG, ALL, AMD, AMR, AMZN, AXP, BAC, BRCD, C, CAT, CIEN, CSCO, DELL, DIA, DRYs, EBAY, EK, F, FAS, FAZ, FXI, GDX, GE, GLD, GLW, GS, HAL, IBM, INTC, IWM, JPM, LVS, MGM, MSFT, MU, NEM, NOK, NVDA, ORCL, PFE, PG, POT, QCOM, QQQ, RIG, RIMM, RMBS, SBUX, SDS, SIRI, SKF, SLV, SLW, SMH, SNDK, SPY, T, TBT, TZA, UAL, UNG, USO, UUP, UYG, V, VALE, VXX, VZ, WYNN, X, XLF, XOM, XOP, XRX and YHOO. The following fees in this Section I shall only apply to Select Symbols.

Part A. Single contra-side order

	Customer	Directed Participant	Specialist, ROT, SQT and RSQT	Firm	Broker-Dealer	Professional
Rebate for Adding Liquidity	\$0.20	\$0.25	\$0.23	\$0.00	\$0.00	\$0.20
Fees for Adding Liquidity	\$0.00	\$0.00	\$0.00	\$0.05	\$0.05	\$0.00
Fee for Removing Liquidity	\$0.25	\$0.33	\$0.33	\$0.45	\$0.45	\$0.40

I. Rebates and Fees for Adding and Removing Liquidity in Select Symbols
Part B. Complex Order

	Customer	Directed Participant	Specialist, ROT, SQT and RSQT	Firm	Broker-Dealer	Professional
Rebate for Adding Liquidity in all Select Symbols [except in Designated Options**]	\$0.[24]30	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
[Rebate for Adding Liquidity in Designated Options**]	[\$0.27]	[\$0.00]	[\$0.00]	[\$0.00]	[\$0.00]	[\$0.00]
Fee for Adding Liquidity	\$0.00	\$0.10	\$0.10	\$0.20	\$0.20	\$0.20
[Fee for Removing Liquidity in all Select Symbols except in Designated Options**]	[\$0.25]	[\$0.27]	[\$0.29]	[\$0.30]	[\$0.35]	[\$0.30]
Fee for Removing Liquidity in <u>all</u> <u>Select Symbols</u> [Designated Options**]	\$0.00	\$0.[28]30	\$0.[29]32	\$0.3[0]5	\$0.35	\$0.3[0]5

[** The Designated Options are as follows: AAPL, BAC, C, F, GLD, INTC, IWM, JPM, QQQ, SLV, SPY, and XLF.]

- Single contra-side orders that are executed against the individual components of Complex Orders will be assessed the fees in Part A. However, the individual components of such a Complex Order will be assessed the fees in Part B.
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