

**Exhibit 5**

**NASDAQ OMX PHLX LLC  
FEE SCHEDULE**

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

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**Part C. The following will apply to fees in Parts A and B:**

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- The QCC Transaction Fees, defined in Section II, are applicable to this Section I. QCC Transaction Fees apply to QCC Orders, as defined in Exchange Rule 1080(o), and Floor QCC Orders, as defined in 1064(e). A rebate of \$0.05 per contract will be paid for all executed QCC Orders, as defined in Exchange Rule 1080(o). This rebate will not be paid for Floor QCC Orders as defined in Rule 1064(e).

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**II. Equity Options Fees**

**(Includes options overlying equities, ETFs, ETNs, indexes and HOLDRS which are Multiply Listed)**

	Customer	Professional	Specialist, ROT, SQT and RSQT		Broker-Dealer		Firm
			Electronic	Non-Electronic	Electronic	Non-Electronic	
<b>Options Transaction Charge (Penny Pilot)</b>	\$ .00	\$ .20	\$ .22	\$ .25	\$ .45	\$ .25	\$ .25
<b>Options Transaction Charge (non-Penny Pilot)</b>	\$ .00	\$ .20	\$ .23	\$ .25	\$ .45	\$ .25	\$ .25
<b>Options Surcharge in RUT, MNX and NDX</b>	N/A	N/A	\$ .15	\$ .15	\$ .15	\$ .15	\$ .15
<b>Options Surcharge in BKX</b>	N/A	N/A	\$ .10	\$ .10	\$ .10	\$ .10	\$ .10

- These fees are per contract.
- QCC Transaction Fees for a Specialist, ROT, SQT, RSQT, Professional, Firm and Broker-Dealer are \$0.20 per contract. QCC Transaction Fees apply to QCC Orders, as defined in Exchange Rule 1080(o), and Floor QCC Orders, as defined in 1064(e). A rebate of \$0.05 per contract will be paid for all executed QCC Orders, as defined in Exchange Rule 1080(o). This rebate will not be paid for Floor QCC Orders as defined in Rule 1064(e).
- A rebate of \$0.05 per contract will be paid for Customer Complex Orders that are electronically-delivered.
- ROTs and Specialists are subject to a Monthly Cap of \$550,000 for equity option transaction charges and QCC Transaction Fees, as defined in this section above. The trading activity of separate ROTs and Specialist member organizations will be aggregated in calculating the Monthly Cap if there is at least 75% common ownership between the member organizations. In addition, ROTs and Specialists that (i) are on the contra-side of an electronically-delivered and executed Customer complex order; and (ii) have reached the Monthly Cap will be assessed a \$0.05 per contract fee.

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