

**EXHIBIT 5**

*New text is underlined; deleted text is in brackets.*

**NASDAQ OMX PHLX LLC  
PRICING SCHEDULE**

\* \* \* \* \*

**II. Equity Options Fees**

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

\* \* \* \* \*

- A rebate of \$0.07 per contract will be paid for Customer Orders that are electronically-delivered to a member that has an average daily volume of 50,000 Customer contracts or greater in a given month. PIXL Orders and QCC Orders are not eligible for the rebate and are excluded from the calculation of the average daily volume.

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**III. Singly Listed Options (Includes options overlying currencies\*, equities, ETFs, ETNs, indexes and HOLDRS not listed on another exchange)**

**Singly Listed Options**

	<b>Customer</b>	<b>Professional</b>	<b>Market Maker</b>	<b>Firm</b>	<b>Broker-Dealer</b>
<b>Options Transaction Charge</b>	\$0.35	\$0.45	\$0.35	\$0.45	\$0.45
<b>Alpha and MSCI+ Index Options</b>	\$0.10[5+]	\$0.2[0]5	\$0.15[00]	\$0.2[0]5	\$0.2[0]5

- These fees are per contract.

*\*U.S. dollar-settled foreign currency options include XDB, XDE, XDN, XDS, XDA, XDM, XEH, XEV, XDZ, XDC and XDV.*

+ Non-Customer executions in MSCI Index Options will be assessed a surcharge of \$0.05 per contract [Customer executions with average daily volume of 1,000 Customer contracts or more in a calendar month will be assessed \$0.10 per contract].

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