

**Exhibit 5**

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

**NASDAQ OMX PHLX LLC<sup>1</sup> PRICING SCHEDULE**

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**PREFACE**

For purposes of assessing fees, the following references should serve as guidance.

The term “**ROT, SQT and RSQT**” applies to transactions for the accounts of Registered Option Traders<sup>4</sup> (“ROTs”), Streaming Quote Traders (“SQTs”)<sup>5</sup>[,] and Remote Streaming Quote Traders (“RSQTs”)<sup>6</sup>[.] For purposes of the Pricing Schedule, the term “**Market Maker**” will be utilized to describe fees and rebates applicable to ROTs, SQTs and RSQTs.

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<sup>6</sup> A Remote Streaming Quote Trader is defined Exchange Rule in 1014(b)(ii)(B) as an ROT that is a member [or member organization]affiliated with an RSQTO with no physical trading floor presence who has received permission from the Exchange to generate and submit option quotations electronically in options to which such RSQT has been assigned. A Remote Streaming Quote Trader Organization or “RSQTO,” which may also be referred to as a Remote Market Making Organization (“RMO”), is a member organization in good standing that satisfies the RSQTO readiness requirements in Rule 507(a).

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**VI. MEMBERSHIP FEES**

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**C. Remote Streaming Quote Trader Organization (“RSQTO”) Fee**

<b>Number of Option Class Assignments<sup>23</sup></b>	<b>RSQTO Fee</b>
less than 100 classes	\$5,000 per month
More than 100 classes and less than 999 classes	\$8,000 per month

1000 or more classes

\$11,000 per month

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<sup>23</sup> In calculating the number of option class assignments, equity options including ETFs and ETNs will be counted. Currencies and indexes will not be counted in the number of option class assignments.

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**Remote Specialist Fee<sup>24</sup>**

\$200 per option allocation per month

<sup>24</sup>The Remote Specialist Fee will be capped at \$4,500 per month.

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