SR-Phlx-2013-124 Page 29 of 30

## Exhibit 5

New text is underlined; deleted text is in brackets.

Customer Professional

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

ALL BILLING DISPUTES MUST BE SUBMITTED TO THE EXCHANGE IN WRITING AND MUST BE ACCOMPANIED BY SUPPORTING DOCUMENTATION. ALL DISPUTES MUST BE SUBMITTED NO LATER THAN SIXTY (60) DAYS AFTER RECEIPT OF A BILLING INVOICE, EXCEPT FOR DISPUTES CONCERNING NASDAQ OMX PSX FEES, PROPRIETARY DATA FEED FEES AND CO-LOCATION SERVICES FEES. AS OF JANUARY 3, 2011, THE EXCHANGE WILL CALCULATE FEES ON A TRADE DATE BASIS.

II. Multiply Listed Options Fees (Includes options overlying equities, ETFs, ETNs and indexes which are Multiply Listed<sup>9</sup>)

**Specialist and** 

Broker-Dealer Firm

	Customer Professional			Market Maker		Broker-Dealer		Firm	
		Electronic	Floor	Electronic	Floor	Electronic	Floor	Electronic	Floor
Options Transaction Charge (Penny Pilot)	\$0.00	\$0.30 <sup>13</sup>	\$0.25	\$0.22	\$0.30	\$0.45 <sup>[13]</sup>	\$0.25	\$0.45 <sup>[13]</sup>	\$0.25
Options Transaction Charge (non-Penny Pilot)	\$0.00	\$0.60 <sup>13</sup>	\$0.25	\$0.23	\$0.30	\$0.60 <sup>[13]</sup>	\$0.25	\$0.60 <sup>[13]</sup>	\$0.25
Options Surcharge in MNX and NDX	N/A	\$0.15	\$0.15	\$0.15	\$0.15	\$0.15	\$0.15	\$0.15	\$0.15
Options Surcharge in BKX	N/A	\$0.10	\$0.10	\$0.10	\$0.10	\$0.10	\$0.10	\$0.10	\$0.10

<sup>&</sup>lt;sup>1</sup>PHLX<sup>®</sup> is a registered trademark of The NASDAQ OMX Group, Inc.

SR-Phlx-2013-124 Page 30 of 30

Cabinet	\$0.00	NI/A	\$0.10	NT/A	\$0.10	NT/A	\$0.10	NI/A	\$0.10
<b>Options</b>	φυ.υυ	1 <b>\</b> / A	φ0.10	1 <b>N</b> /A	φ0.10	1 <b>N</b> /A	φ0.10	IN/A	φ0.10

<sup>•</sup> These fees are per contract.

- The Cabinet Fees above are not in addition to the Options Transaction Charges.
- [• Firm electronic Options Transaction Charges in Penny Pilot and non-Penny Pilot Options will be reduced to \$0.20 per contract for a given month provided that a Firm has volume greater than 350,000 electronically-delivered contracts in a month ("Electronic Firm Fee Discount"). The Electronic Firm Fee Discount will apply per member organization when such members are trading in their own proprietary account.]
- QCC Transaction Fees for a Specialist, Market Maker, 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, as specified in the below QCC Rebate Schedule, will be paid for all qualifying executed QCC Orders, as defined in Exchange Rule 1080(o) and Floor QCC Orders, as defined in 1064(e), except where the transaction is either: (i) Customer-to-Customer; or (ii) a dividend, merger, short stock interest or reversal or conversion strategy execution (as defined in Section II).

## **QCC Rebate Schedule**

Tier	Threshold	<b>Rebate per Contract</b>
Tier 1	0 to 299,999 contracts in a month	\$0.00
Tier 2	300,000 to 499,999 contracts in a month	\$0.07
Tier 3	500,000 to 699,999 contracts in a month	\$0.08
Tier 4	700,000 to 999,999 contracts in a month	\$0.09
Tier 5	Over 1,000,000 contracts in a month	\$0.11

The maximum QCC Rebate to be paid in a given month will not exceed \$375,000. [During the month of December 2013, if the Threshold exceeds 1,750,000 contracts, the Exchange will pay an additional rebate of \$35,000 for that month ("QCC Bonus"). The QCC Bonus will only be offered in December 2013. The QCC Bonus will not count toward the maximum QCC Rebate.]

\* \* \* \* \*

<sup>&</sup>lt;sup>9</sup>The following symbols will be assessed the fees in Section III for Singly Listed Options: SOX, HGX and OSX.

<sup>&</sup>lt;sup>13</sup>Electronic Complex Orders will be assessed \$0.30 per contract.