

**EXHIBIT 5**

Deleted text is [bracketed]. New text is underlined.

**NASDAQ PHLX LLC PRICING SCHEDULE****THE EXCHANGE CALCULATES FEES ON A TRADE DATE BASIS**

**POLICY FOR AMENDING BILLING INFORMATION: CORRECTIONS SUBMITTED AFTER TRADE DATE AND PRIOR TO THE ISSUANCE OF AN INVOICE BY THE EXCHANGE MUST BE SUBMITTED TO THE EXCHANGE IN WRITING AND MUST BE ACCOMPANIED BY SUPPORTING DOCUMENTATION. ONLY MEMBERS MAY SUBMIT TRADE CORRECTIONS.**

**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 PSX FEES, PROPRIETARY DATA FEED FEES AND CO-LOCATION SERVICES FEES. THE EXCHANGE CALCULATES FEES ON A TRADE DATE BASIS. ONLY MEMBERS MAY SUBMIT BILLING DISPUTES.**

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[PHLX<sup>®</sup> is a registered trademark of Nasdaq, Inc.]

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**VII. OTHER MEMBER FEES**

A. No Change.

**B. Port Fees**

**(1) Order Entry Port Fee** \$650 per month per mnemonic

The Order Entry Port Fee will be waived for mnemonics that are used exclusively for complex orders where one of the components of the complex order is the underlying security.

Member organizations will not be assessed an Order Entry Port Fee for additional ports acquired for ten business days for the purpose of transitioning technology. The member organization is required to provide the Exchange with written notification of the transition and all additional ports, provided at no cost, will be removed at the end of the ten business days.

**(2) Active SQF Port Fee** for ports that receive inbound quotes at any time within that month \$1,250 per port per month up to a maximum of \$42,000 per month

[Active SQF Port Fees will be capped at \$42,000 per month.

Active SQF ports refer to ports that receive inbound quotes at any time within that month.]

Member organizations will not be assessed an Active SQF Port Fee for additional ports acquired for ten business days for the purpose of transitioning technology. The member organization is required to provide the Exchange with written notification of the transition and all additional ports, provided at no cost, will be removed at the end of the ten business days.

**(3) CTI Port Fee** \$650 per port per month for each of the first 5 CTI ports, and \$100 per port per month for each port thereafter.

**(4) SQF Purge Port Fee** \$500 per port per month for each of the first 5 SQF Purge Ports, and \$100 per port per month for each port thereafter.

C. – F. No Change.

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