

EXHIBIT 5

Proposed new language is underlined; proposed deletions are in [brackets].

CHAPTER XI. TRADING RULES

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Rule 11.23. Auctions

(a) – (h) (No change).

(i) Closing Contingency Procedures. When a determination to implement Closing Contingency Procedures has been made by the Chief Executive Officer of the Exchange or any Executive Officer designated by the Chief Executive Officer, the Exchange shall publicly announce this determination at the earliest possible time via system status alerts, Trade Desk Notices, and email notification directories. The following procedures shall apply:

(1) If the Exchange determines to follow Closing Contingency Procedures for one or more securities at or before 3:00 p.m. Eastern Time, the Exchange will designate an alternate exchange and the Exchange's Official Closing Price for those securities will be:

(A) the official closing price established for such security under the rules of the designated alternate exchange; or

(B) if there is no official closing price in a security on the designated alternate exchange, the Exchange's Official Closing Price will be the Volume-Weighted Average Price ("VWAP") of the consolidated last-sale eligible prices of the last five minutes of trading during regular trading hours, including any closing transactions on an exchange and any trade breaks or corrections up to the time the VWAP is processed; or

(C) if there were no consolidated last-sale eligible trades in the last five minutes of trading during regular trading hours, the Exchange's Official Closing Price of such security will be the last consolidated last-sale eligible trade for such security during regular trading hours on that trading day; or

(D) if there were no consolidated last-sale eligible trades the Exchange's Official Closing Price of such security will be the prior day's Official Closing Price; or

(E) if no Official Closing Price for a security can be determined under subsections (A), (B), (C) or (D) above, the Exchange would not publish an Official Closing Price for such security.

(2) If the Exchange determines to follow Closing Contingency Procedures for one or

more securities after 3:00 p.m. Eastern Time, the Exchange's Official Closing Price for those securities will be:

(A) the VWAP of the consolidated last-sale eligible prices of the last five minutes of trading during regular trading hours, including any closing transactions on an exchange and any trade breaks or corrections up to the time the VWAP is processed;

(B) if there were no consolidated last-sale eligible trades in the last five minutes of trading during regular trading hours, the Exchange's Official Closing Price of such security will be the last consolidated last-sale eligible trade for such security during regular trading hours on that trading day;

(C) if there were no consolidated last-sale eligible trades on the day in question, the Exchange's Official Closing Price of such security will be the prior day's Official Closing Price; or

(D) if no Official Closing Price for a security can be determined under subsections (A), (B) or (C) above, the Exchange would not publish an Official Closing Price for such security.

(3) The Exchange shall cancel all open interest designated for the Exchange's close residing in the Exchange's systems to give members the opportunity to route their orders to alternative execution venues.

(4) After hours trading shall begin either as scheduled at 4:00 p.m. Eastern Time or upon resolution of the disruption that triggered the Exchange to operate the Closing Contingency Procedures.

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