

EXHIBIT 5

New text is underscored;
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NYSE Amex Equities

Price List 2012

Last Updated: [April 12] May 1, 2012

Equity Transaction Fees and Credits for Listed Securities¹

Transactions in Securities with a Per Share Price of \$1.00 or More

Equity per Share Credit - per transaction - when adding liquidity (displayed and non-displayed orders)	\$0.0016
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security).....	No Charge
Non-electronic agency transactions between floor brokers in the crowd.....	No Charge
At the opening or at the opening only orders ²	<u>\$0.0005</u> [No Charge]
Equity per Share Charge ^{3 [2]} – per transaction – for all Discretionary e-Quotes and verbal agency interest by floor brokers.....	\$0.0005
Equity per Share charge ^{[2] 3} - market at-the-close and limit at-the-close orders.....	\$0.00085
Equity per Share Charge ^{[2] 3} for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction (except floor brokers)	\$0.0028
Equity per Share Charge for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction (floor brokers).....	\$0.0028

¹ Does not apply to transactions by members acting as a Designated Market Maker for own account.

² \$15,000 cap per month per member organization.

^{3 [2]} Includes shares, rights, warrants and closed end funds.

Routing Fee – per share (except floor brokers) ^{4 [3]}	\$0.0030
Routing Fee – per share (floor brokers) ^{[3] 4}	\$0.0029
Closing Offset (“CO”) Orders.....	No Charge

Transactions in Securities with a Per Share Price Below \$1.00

Equity per Share Charge when adding liquidity to the Exchange	No Charge
<u>At the opening or at the opening only orders²</u>	<u>0.3% of the total dollar value of the transaction</u>
Equity per Share Charge ^{[2] 3} when taking liquidity from the Exchange - per transaction.....	0.25% of total dollar value of the transaction
Equity per Share Charge ^{[2] 3} – Market at the Close and Limit at the Close Order	The lesser of (i) \$0.00085 per share and (ii) 0.25% of the total dollar value of the transaction
Equity per Share Charge ^{5 [4]} – per transaction – for all Discretionary e-Quotes and verbal agency interest by floor brokers	The lesser of (i) \$0.0005 per share and (ii) 0.25% of the total dollar value of the transaction
Routing Fee – per share	0.3% of the total dollar value of the transaction
Closing Offset (“CO”) Orders	No Charge

^{4 [3]} Applies to all orders routed from NYSE Amex and executed in another market.

Routing Fees are in lieu of NYSE Amex transaction charges.

^{5 [4]} Includes shares, rights, warrants and closed end funds.

Fees and Credits applicable to Designated Market Makers on Transactions in Securities with a Per Share Price of \$1.00 or more

Equity Per Share Charge ^{[2] 3} when taking liquidity from the Exchange	\$0.0016
Equity Per Share Credit ^{6 [5]} when adding liquidity to the Exchange if the consolidated average daily volume (“CADV”) ^{7 [6]} in all Exchange-listed stocks during the current month is equal to or greater than 135 million shares per day	\$0.0042
Equity Per Share Credit ^{[5] 6} when adding liquidity to the Exchange if the CADV ^{[6] 7} in all Exchange-listed stocks during the current month is less than 135 million shares per day	\$0.0045
Monthly credit payable to a DMM, in addition to the current rate on transactions, for each of that DMM’s stocks whose CADV during the current month is less than 50,000 shares per day and for which the DMM has met its 10% quoting requirement in that month	\$100.00
Executions at the opening	No Charge
Equity per Share Credit for executions at the close	\$0.0005
Routing Fee – per Share Charge	\$0.0030

Fees and Credits Applicable to Designated Market Makers on Transactions in Securities with a Per Share Price below \$1.00

Equity per Share Charge when taking liquidity from the Exchange....	No Charge
Equity per Share Credit ^{[5] 6} when adding liquidity to the Exchange....	0.25% of the total dollar value of the transaction
Monthly credit payable to a DMM, in addition to the current rate	

^{6 [5]} Rebates will be applied when (i) posting displayed and non-displayed orders on Display Book, including s-quote and s-quote reserve orders; (ii) when providing liquidity on non-displayed interest using the Capital Commitment Schedule; (iii) when executing trades in the crowd and at Liquidity Replenishment Points; and (iv) when providing liquidity on market-at-the-close and limit-at-the-close transactions. Rebates will not apply to executions at the open.

^{7 [6]} For purposes of DMM liquidity credits based on the CADV in all Exchange-listed stocks in the current month, ADV calculations exclude early closing days.

on transactions, for each of that DMM's stocks whose CADV during the current month is less than 50,000 shares per day and for which the DMM has met its 10% quoting requirement in that month	\$100.00
Routing Fee – per Share Charge	0.3% of the total dollar value of the transaction

Each DMM will receive all of the market data quote revenue (the “Quoting Share”) received by the Exchange from the Consolidated Tape Association under the Revenue Allocation Formula of Regulation NMS with respect to any security (with a trading price either above or below \$1.00) in any month in which the DMM meets the quoting requirement of Rule 104(a)(1)(A) for that specific security.

Credits Applicable to Supplemental Liquidity Providers

Credit per Share - per transaction - for Supplemental Liquidity Providers (“SLPs”) - when adding liquidity to the Exchange in securities with a per share price of \$1.00 or more, if the SLP does not meet the 5% average or more quoting requirement in an assigned security pursuant to Rule 107B

	\$0.0016
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Credit per Share - per transaction - for SLPs - when adding liquidity to the Exchange in securities with a per share price of \$1.00 or more, if the SLP meets the 5% average or more quoting requirement in an assigned security pursuant to Rule 107B

	\$0.0032
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Credit per Share - per transaction - for SLPs - when adding liquidity to the Exchange in securities with a per share price of less than \$1.00, if the SLP meets the 5% average or more quoting requirement in an assigned security pursuant to Rule 107B

	\$0.0005
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Equity Transaction Fees and Credits For Nasdaq Securities Traded Pursuant to Unlisted Trading Privileges

Fees and Credits applicable to Market Participants for Transactions in Nasdaq Securities^{8 [7]}

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders ..	<u>Not Applicable</u> [\$0.0030]	[No Charge] <u>Not Applicable</u>

^{8 [7]} Does not apply to transactions by a Designated Market Maker or Supplemental Liquidity Provider for its own account (see separate fee schedule herein).

		0.10% of total dollar value of the transaction (Floor brokers only)
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security).....	No Charge	No Charge
Non-electronic agency transactions between floor brokers in the crowd.....	No Charge	No Charge
Equity per Share Charge ^{9 [8]} – per transaction – for all Discretionary e-Quotes and verbal agency interest by floor brokers.....	\$0.0005	0.20% of total dollar value of the transaction
Equity per Share <u>Credit</u> [Charge] ^{[8] 2} for all other transactions (i.e., when taking liquidity from the Exchange).....	\$0.0003[27]	<u>Not Applicable</u> [0.30% of total dollar value of the transaction]
Routing Fee – per share ^{10 [9]}	\$0.0027	0.30% of total dollar value of the transaction
Equity per Share Credit – per transaction for displayed liquidity – when adding liquidity in orders that originally display a minimum of 2,000 shares with a trading price of at least \$5.00 per share, for as long as the order is not cancelled in an amount that would reduce the original displayed amount below 2,000 shares.....	\$0.0020[36]	Not Applicable

^{9 [8]} Includes shares, rights, warrants and closed end funds.

^{10 [9]} Applies to all orders routed from NYSE Amex and executed in another market. Routing Fees are in lieu of NYSE Amex transaction charges.

Fees and Credits applicable to Designated Market Makers (DMMs) for Transactions in Nasdaq Securities

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit ¹¹ [10] - per transaction - when adding liquidity	\$0.0020[31]	0.20% of total dollar value of the transaction
Equity per Share <u>Credit</u> [Charge] ¹⁸ ⁹ for all other transactions (i.e., when taking liquidity from the Exchange).....	\$0.0003[27]	<u>Not Applicable</u> [0.30% of total dollar value of the transaction]
Routing Fee – per share ¹⁹ ¹⁰	\$0.0027	0.30% of total dollar value of the transaction
Equity per Share Credit – per transaction for the displayed portion of s-Quotes – when adding liquidity in s-Quotes that display 2,000 shares or more at the time of execution with a trading price of at least \$5.00 per share	\$0.0020[36]	Not Applicable

Fees and Credits applicable to Supplemental Liquidity Providers (SLPs) for Transactions in Nasdaq Securities

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, if SLP meets quoting requirement pursuant to Rule 107B	\$0.0005[31]	[No Charge] <u>Not Applicable</u>
Equity per Share Credit - per transaction - when adding liquidity, if SLP does not meet quoting requirement pursuant to Rule 107B.....	<u>Not Applicable</u> [\$0.0030]	[No Charge] <u>Not Applicable</u>

¹¹ [10] Rebates will be applied when (i) posting displayed and non-displayed orders on Display Book, including s-quote and s-quote reserve orders; (ii) when providing liquidity on non-displayed interest using the Capital Commitment Schedule; and (iii) when executing trades in the crowd.

Equity per Share Credit – per transaction for displayed liquidity – when adding liquidity in orders that originally display a minimum of 2,000 shares with a trading price of at least \$5.00 per share, for as long as the order is not cancelled in an amount that would reduce the original displayed amount below 2,000 shares..... \$0.00²⁰[36] Not Applicable

Equipment Fees

Schedule of Annual Charges, unless otherwise noted

Radio Paging Service

Base charge (unit and first channel)..... \$408.50
 Each additional channel 139.75

Financial Vendor Services

Administrative Fee
 Per ITPN User¹² [11] \$480.00
 Various Products Direct Pass
 Through¹³ [12]

Member Telephone Service

Toll call amount billed by Verizon plus a per call surcharge on
 Toll calls \$0.69 and below \$0.16
 Toll calls greater than \$0.69..... 0.26

Cellular Phones

Phone and Headset..... No Charge
 Ongoing Maintenance – per phone \$240.00¹⁴ [13]

¹² [11] ITPN “User” is a member or person associated with a member, who has been entitled to receive one or more third party market data vendor service offerings via the Exchange’s Integrated Technology Program Network.

¹³ [12] Plus appropriate sales tax where applicable.

¹⁴ [13] Plus sales tax.

Booth Telephone System

Annual Telephone Line Charge	\$400.00 per phone number
Single line phone, jack, and data jack.....	129.00

Service Charges^{15 [14]}

Install single jack (voice or data)	\$161.25
Relocate jack.....	107.50
Remove jack.....	53.75
Install voice or data line	107.50
Disconnect data line	53.75
Change phone line subscriber	53.75
Miscellaneous telephone charges ^{16 [15]}	

Regulatory Fees

Registration Fees

Disclosure Processing Fee ^{17 [11]}	\$95
Fingerprint Card Processing Fee ^{18 [12]}	\$35
Fingerprint Results Processed thru other SROs ^{19 [13]}	\$13

Designated Examining Authority

Fee \$.00040 per dollar of gross revenue as reported

^{15 [14]} The Exchange will make all efforts to perform services during hours covered by the maintenance contract; however, tasks performed during overtime hours will be billed at a rate of 25% above the normal service charge.

^{16 [15]} To be billed at \$106 per hour in 15 minute increments.

^{17 [11]} This fee will be assessed in connection with Forms U-4 and U-5 for all filings that contain new or amended disclosure information. This fee will be retained by FINRA as its Disclosure Processing Fee.

^{18 [12]} This fee will be assessed for receiving hard copy fingerprint cards as part of the registration function and submitting and processing the results of each card received.

This fee will be retained by FINRA as its Fingerprint Card Processing Fee.

^{19 [13]} This fee will be retained by the FINRA.

on quarterly or annual FOCUS Report Form X-17A-5 (or replacement Form). Fee is subject to a monthly minimum of \$1,000 for clearing firms and \$275 for non-clearing firms. Excludes commodity commission revenue.

Application Resulting in Statutory Disqualification Proceedings \$2,000
