

EXHIBIT 5

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

National Stock Exchange, Inc.
Fee and Rebate Schedule
 Updated as of November 2, 2012

The following reflects the Schedule of Fees and Rebates (pursuant to Rule 16.1(a) and Rule 16.1(c)) for the National Stock Exchange, Inc. ("NSX"). Order matching computations are made on a monthly basis unless otherwise noted. All references to "per share" mean "per share executed."

I. AUTOMATIC EXECUTION (Auto-Ex) MODE¹

No Change.

II. ORDER DELIVERY MODE⁹

No Change.

III. OTHER SERVICES

No Change.

IV. REGULATORY FEE

Each ETP Holder shall be charged a regulatory fee of \$500 per calendar month, payable monthly.

Quotation Update Fee for Order Delivery Participants Only.

Fee per quotation update:	\$0.000444
---------------------------	------------

New Order Delivery Participants.

Fee per quotation update for first 3 months:	\$0.006667*
--	-------------

Onboarding Fee:	\$5,000.00
-----------------	------------

A "quotation update" includes any change to the price, size or side of a quotation or submission of an updated quote with the same price, size or side.

* New Order Delivery participants will not be subject to the standard quotation update fee of \$0.000444 during their first three months of operation.

V. CONNECTIVITY FEE

No Change.

Explanatory endnotes:

No Change.