

EXHIBIT 5

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

Bats EDGX Exchange Fee Schedule

Effective [~~March 17~~]April 11, 2016

* * * * *

Footnotes:**¹Add Volume Tiers:**

The rebates to add provided by the below add volume tiers are applicable to the following fee codes: B, V, Y, 3, 4 and ZA.

| Tier | Rebate per share to Add | Required Criteria |
|----------------------------|--------------------------------|--|
| Mega Tier 1- Investor Tier | (No change). | |
| Investor Depth | (\$0.0033) | (1) Member adds an ADV of at least 0.15% of the TCV; (2) Member has an “added liquidity” as a percentage of “added plus removed liquidity” of at least 85%; and (3) Member adds an ADV of at least <u>500,000</u> 400,000 shares as Non-displayed orders that yield fee code HA, <u>HL</u> , and/or <u>MM</u> . |

* * * * *