

EXHIBIT 5

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

Bats EDGX Exchange Fee Schedule

Effective [~~February~~]March 1, 2017

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Footnotes:**¹ Add Volume Tiers:**

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

Tier	Rebate Per Share to Add	Required Criteria
Mega Tier 1 – Investor Depth	(No change).	
[Single MPID Cross-Asset Tier	(\$0.0030)	(1) MPID has on EDGX Options an ADAV in Market Maker orders $\geq 0.12\%$ of average OCV; and (2) MPID has an ADAV $\geq 0.12\%$ of average TC.V.]
Step-Up Tier	(No change).	

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