EXHIBIT 5

New language
[deleted language]

BOX Options Exchange
Fee Schedule

Section I. Exchange Fees

    A.   **No change.**

    B.   **PIP and COPIP Transactions[1]**

                        *   *   *   *   *

    1. Primary Improvement Order[4]

        No change.

    2. BOX Volume Rebate

A per contract rebate based upon the tiered schedule below will be applied to all Public Customer PIP Orders and COPIP Orders of 100 and under contracts that do not trade solely with their contra order. Percentage thresholds will be calculated on a monthly basis by totaling the Participant's PIP and COPIP volume submitted to BOX, relative to the total national Customer volume in multiply-listed options classes.

Public Customer PIP Orders and COPIP Orders of 100 and under contracts that trade solely with their contra order will receive a $0.03 per contract rebate, regardless of tier.

---

[1] Transactions executed through Price Improvement Period ("PIP") and the Complex Order Price Improvement Period ("COPIP") auction mechanisms. All COPIP transactions will be charged per contract per leg.

[4] A Primary Improvement Order is the matching contra order submitted to the PIP or COPIP on the opposite side of the PIP or COPIP order.

Tier	Percentage Thresholds of National Customer Volume in Multiply-Listed Options Classes (Monthly)	Per Contract Rebate (All Account Types)	
		PIP	*COPIP*
1	0.000% to 0.159%	($0.00)	($0.00)
2	0.160% to 0.339%	($0.02)	($0.02)
3	0.340% to 0.999%	($0.04)	($0.04)
[4	1.000% to 1.249%	($0.07)	($0.06)]
[5]4	1.000[250]% and Above	($0.11[2])	($0.06)

3. PIP and COPIP Orders Executed Against Orders on the BOX Book.

   No change.

   C . No change.

Section II. through VIII.   No change.

*   *   *   *   *