

EXHIBIT 5

New language
[deleted language]

**BOX Exchange
Fee Schedule**

Section I. Electronic Transaction¹ Fees

A. No change.

B. PIP and COPIP Transactions²

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1. Primary Improvement Order⁵

A per contract execution fee based upon the tiered fee schedule below will be applied to Primary Improvement Order executions where the corresponding PIP or COPIP Order is from the account of a Public Customer. Percentage thresholds will be calculated on a monthly basis by totaling the Initiating Participant’s Primary Improvement Order volume submitted to BOX, relative to the total national Customer volume in multiply-listed options classes.

A per contract execution fee of \$0.05 will be applied to Primary Improvement Order executions where the corresponding PIP or COPIP Order is from the account of a Non-Public Customer.⁶

Tier	Percentage Thresholds of National Customer Volume in Multiply-Listed Options Classes (Monthly)	Per Contract Fee (All Account Types)
1	0.000% - 0.0[7]49%	\$0.25
2	0.0[8]50% - 0.1[5]29%	\$0.[20]12
3	0.1[6]30% - 0.4[9]49%	\$0.[12]07

¹ Orders initiated electronically, as opposed to orders initiated and presented on the Trading Floor in open outcry. For all volume threshold calculations within this fee schedule, a Participant’s electronic and manual volume will be considered.

² 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.

⁵ 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.

⁶ A Non-Public Customer is defined within the BOX Fee Schedule as a Professional Customer, Broker Dealer or Market Maker.

4	0.[50]450% and Above	\$0.02
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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 250 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 of 250 and under contracts that trade solely with their contra order will receive a \$0.03 per contract rebate, regardless of tier.

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]049%	(\$0.00)	(\$0.00)
2	0.050[160]% to 0.299[339]%	(\$0.0[2]5)	(\$0.0[2]5)
3	0.3[4]00% to 0.4[9]49%	(\$0.0[4]8)	(\$0.0[4]8)
4	0.[50]450% and Above	(\$0.11)	(\$0.[08]11)

3. No Change

C. through D. No Change.

Section II. through Section IX. No Change.