

**EXHIBIT 5**

New language  
[deleted language]

## **BOX Exchange Fee Schedule**

### **Section I. through Section III.**

No Change.

### **Section IV. Electronic Transaction<sup>18</sup> Fees**

#### **A. though C.**

No Change.

#### **D. Qualified Contingent Cross (“QCC”) Transactions<sup>32</sup>**

<b>Account Type</b>	<b>QCC Orders</b>	
	<b>Agency Order</b>	<b>Contra Order</b>
Public Customer	<i>\$0.00</i>	<i>\$0.00</i>
Professional Customer	<i>\$0.00</i>	<i>\$0.00</i>
Broker Dealer	<i>\$0.20</i>	<i>\$0.20</i>
Market Maker	<i>\$0.20</i>	<i>\$0.20</i>

All QCC transactions will count toward Market Maker and Public Customer monthly executed volume on BOX in Section IV.A.1.

<sup>18</sup> 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.

<sup>32</sup> A QCC transaction is comprised of an originating order (Agency Order) to buy or sell at least 1,000 contracts or 10,000 mini-option contracts, coupled with a contra-side order or orders totaling an equal number of contracts.

## 1. QCC Rebate

(a) The QCC Rebate will be paid to the Participant that entered the order into the BOX System when at least one party to the QCC transaction is a Broker Dealer or Market Maker.

The Participant will receive a per contract rebate on QCC Transactions according to the tier achieved, as provided in the table below. Volume thresholds will be calculated on a monthly basis by totaling the Participant's QCC Agency Order volume on BOX.

When only one side of the QCC transaction is a Broker Dealer or Market Maker, Rebate 1 will apply. When both parties to the QCC transaction are a Broker Dealer or Market Maker, Rebate 2 will apply.

Tier	QCC Agency Order Volume on BOX (per month)	Rebate 1 (per contract)	Rebate 2 (per contract)
1	0 to 1,499,999 contracts	(\$0.14)	(\$0.22)
2	1,500,000 to 2,499,999 contracts	(\$0.16)	(\$0.24)
3	2,500,000 to 3,499,999 contracts	(\$0.16)	(\$0.25)
4	3,500,000+ contracts	(\$0.17)	(\$0.27)

## (b) QCC Growth Rebate

If a Participant's QCC Agency Order volume on BOX achieves Tier 3 of the QCC Rebate in the month AND the Participant's total QCC volume combined with total QOO volume exceeds 11 million contracts per month, then the Participant will qualify for the rebates listed in Tier 4 of the QCC Rebate. Strategy QOO Orders and Strategy QCC Orders will not be counted toward the QCC Growth Rebate volume.

Participants are entitled to one QCC Rebate in a given month, which would be the greater of the QCC Rebate in Section (a) or the QCC Growth Rebate detailed in Section (b), but not both.

## 2. Strategy QCC Transactions

Strategy QCC transactions will not be assessed a fee. Strategy QCC transactions are not eligible for the QCC Rebate and QCC Growth Rebate and will not count toward QCC Agency Order volume detailed in Section D.1.a above.

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