

**EXHIBIT 5**

New language  
[deleted language]

**BOX Exchange LLC**

\* \* \* \* \*

**5020 Criteria for Underlying Securities**

(a) through (b)(4) No change.

(b)(5) Either:

- (i) If the underlying security is a "covered security" as defined under Section 18(b)(1)(A) of the Securities Act of 1933:[,] (1) the market price per share of the underlying security has been at least \$3.00 for the previous three consecutive business days preceding the date on which the Exchange submits a certificate to the Clearing Corporation for listing and trading, as measured by the closing price reported in the primary market in which the underlying security is traded; however, (2) the requirements set forth in (5)(i)(1) will be waived during the three days following its initial public offering day for an underlying security having a market capitalization of at least \$3 billion based upon the offering price of its initial public offering, and may be listed and traded starting on or after the second business day following the initial public offering day; or
- (ii) If the underlying security is not a "covered security," the market price per share of the underlying security has been at least \$7.50 for the majority of business days during the three (3) calendar months preceding the date of selection, as measured by the lowest closing price reported in any market in which the underlying security traded on each of the subject days.

(b)(6) No change.

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