EXHIBIT 5

(additions are <u>underlined</u>; deletions are [bracketed])

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**CBOE STOCK EXCHANGE (CBSX)**
**FEES SCHEDULE**
**[JANUARY 1]<u>FEBRUARY 12</u>, 2013**

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**2. TRANSACTION FEES**

| Execution Type | Applies to | Rate |
|---|---|---|
| Maker (adds [4,999,999 shares or less]<u>less than 0.08% of TCV of liquidity in one day) (1)(5)[]</u> | Transactions in securities priced $1 or greater | $0.0018 per share |
| Maker (adds [5,000,000 – 9,999,999 shares]<u>at least 0.08% but less than 0.16% of TCV of liquidity in one day) (1)(5)</u> | Transactions in securities priced $1 or greater | $0.0017 per share |
| Maker (adds [10,000,000 – 14,999,999 shares]<u>at least 0.16% but less than 0.24% of TCV of liquidity in one day) (1)(5)</u> | Transactions in securities priced $1 or greater | $0.0016 per share |
| Maker (adds [15,000,000 – 24,999,999 shares]<u>at least 0.24% but less than 0.42% of TCV of liquidity in one day) (1)(5)</u> | Transactions in securities priced $1 or greater | $0.0015 per share |
| Maker (adds [25 million shares]<u>0.42%</u> or more <u>of TCV of liquidity in one day) (1)(5)</u> | Transactions in securities priced $1 or greater | $0.0014 per share |
| Taker (removes 9,999,999 shares or less of liquidity in one day (1) or less than 85% Execution Rate) | Transactions in securities priced $1 or greater | $0.0015 rebate per share |
| Taker (removes 10,000,000 shares or more of liquidity in one day (1) and equal to or greater than 85% Execution Rate) | Transactions in securities priced $1 or greater | $0.0017 rebate per share |
| Maker (adds liquidity using a silent order) | Transactions in securities priced $1 or greater | $0.0018 per share |
| Taker (removes silent order liquidity) | Transactions in securities priced $1 or greater | $0.0014 rebate per share |
| Maker (adds liquidity using a silent-mid or silent-post-mid order) | Transactions in securities priced $1 or greater | $0.0008 per share |
| Taker (removes silent-mid or silent-post-mid liquidity) | Transactions in securities priced $1 or greater | $0.0004 rebate per share |
| Maker | Transactions in securities priced less than $1 | $0.00 |
| Taker | Transactions in securities priced less than $1 | 0.30% of dollar value of transaction |
| Cross Trade | Cross Trades that are not part | $0.00 per share |

| | of stock option trades | |
|---|---|---|
| Sweep Portion of Cross and Sweep Orders | Transactions in securities priced $1 or greater | $0.0040 per share routed |
| Sweep Portion of Cross and Sweep Orders | Transactions in securities priced less than $1 | 0.40% of dollar value of sweep portion |
| Orders Routed Away | All | $0.0030 per share for transactions in securities priced $1 or greater or 0.30% of dollar value of transaction for transactions in securities priced less than $1 |
| Cross Trade that is the Stock Component of a Qualified Contingent Trade (2) | All | $.0015 per share (maximum rate of $30 per trade) |
| Stock Component of Stock-Option Trade Matched Pursuant to CBOE Rule 6.53C, Rule 6.74A.07, and Rule 6.74B.01. | All | See Note (3) |
| Cross Trade – Cash Settlement | All | $.0025 per share (minimum rate of $1 per trade, maximum rate of $50 per trade) |
| Cross Trade – Next Day or Two-Day Settlement | All | $.0025 per share (minimum rate of $1 per trade, maximum rate of $30 per trade) |

**FOOTNOTES:**

**(1)** These rates apply to all transactions in securities priced $1 or greater made by the same market participant in any day in which such participant adds (for Makers) or removes (for Takers) the established amount of shares (or percentage of TCV, as applicable) or more of liquidity that is determined in the chart above for each tier. Market participants who share a trading acronym or MPID may aggregate their trading activity for purposes of these rates. Qualification for these rates will require that a market participant appropriately indicate his trading acronym and/or MPID in the appropriate field on the order.

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**(5)** "TCV" means total consolidated volume calculated as the volume reported by all exchanges and trade reporting facilities to a consolidated transaction reporting plan.

**[3. MARKET DATA**

Market Data Infrastructure Fee:  This fee is charged monthly to participants who receive market data from a third party market data vendor through CBSX's market data infrastructure.  The Exchange will pass-through to participants receiving the data the total costs incurred by the Exchange to provide the market data infrastructure.  The amount of the fee is equal to the Exchange's total costs divided by the number of participants receiving the data.  Due to certain fixed costs incurred by the Exchange, each participant receiving the data as of February 15, 2010 will be obligated to pay the fee through June 30, 2010, even if such participant terminates its receipt of the data prior to June 30, 2010.]

**[4]3. FACILITY FEES (per month)**

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**[5]4. REGULATORY FEES**

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**[6]5. INACTIVITY FEE**

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**[7]6. DOCUMENT REQUEST FEE**

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**[8]7. CBOE[*direct*] COMMAND CONNECTIVITY CHARGES\*\***

| Fee | Cost per Month |
|---|---|
| Network Access Port (1 Gbps)* | $250 |
| [Network Access port/Sponsored User (1 Gbps)* | $500] |
| Network Access Port (10 Gbps)* | $1,000 |
| [Network Access port/Sponsored User (10 Gbps)* | $2,000] |
| Network Access Port (Disaster Recovery) | $250 |
| [Network Access Port/Sponsored User (Disaster Recovery) | $500] |
| CMI Client Application Server | $100 |
| [CMI Client Application Server/Sponsored User | $200] |
| FIX Port | $100 |
| [FIX Port/Sponsored User | $200] |

*CBSX market participants can elect to connect to CBSX's trading system via either a 1 Gigabit Ethernet or a 10 Gigabit Ethernet Network Access Port. Regardless of which is chosen, the Network Access Port Fee is assessed for each port that provides direct access to CBSX's trading system. Participants requesting a 10 Gigabit Network Access Port to access CBSX are eligible to receive (upon request) one redundant 10 Gigabit Network Access Port at no extra charge. A CBSX market participant that accesses both CBOE and CBSX via the same Network Access Port will only be accessed the CBOE Network Access Port fee for that port (this also applies for Disaster Recovery Network Access Ports).

\*\* Fees apply to Trading Permit Holders ("TPHs") and non-TPHs.

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