

EXHIBIT 5

Additions underlined

Deletions [bracketed]

EDGA Exchange Fee Schedule – Effective March 1, 2013

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Rebates & Charges for Adding, Removing or Routing Liquidity per Share for Tape A, B, & C Securities^{1,a,b,d}:

Rebates indicated by parentheses ()

Footnotes provide further explanatory text or, where annotated to flags, indicate variable rate changes, provided the conditions in the footnote are met

Category	Adding Liquidity	Removing Liquidity	Routing and Removing Liquidity
Securities at or above \$1.00	\$0.0006 ⁴	\$(0.0004) ^{1,a}	\$0.0029
Securities below \$1.00	FREE	FREE ^{1,a}	0.30% of Dollar Value ^a

Liquidity Flags and Associated Fees:

Flag	Description	Fee/(Rebate) Securities at or above \$1.00	Fee/(Rebate) Securities below \$1.00
A - B	(No change)		
C ^a	Routed to BX	(0.001[4]0)	0.10% of Dollar Value
D - XR	(No change)		

¹⁻³ (No change)

⁴ If a Member, on a daily basis, measured monthly, posts more than 1% of the Total Consolidated Volume (“TCV”) in average daily volume on EDGA, including non-displayed orders that add liquidity, then the Member will be charged \$0.0005 per share for Flags B, V, Y, 3 and 4. TCV is defined as volume reported by all exchanges and trade reporting facilities to the consolidated transaction reporting plans for Tapes A, B and C securities for the month prior to the month in which the fees are calculated.

If a Member, on a daily basis, measured monthly, posts more than .25% of the TCV on EDGA, including non-displayed orders that add liquidity, and removes more than .25% of TCV in average daily volume, then the Member will be charged \$0.0005 per share.

If a Member, on an MPID basis, posts more than .10% of the TCV on EDGA, on a daily basis, measured monthly, more than the MPID's December 2012 added TCV, then the MPID will be charged \$0.0005 per share for Flags B, V, Y, 3 and 4. Where an MPID's December 2012 TCV is zero, then the Exchange applies a default TCV baseline of 10 million shares. Volume from non-displayed orders that add liquidity will count towards this tier.

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