

Exhibit 5

Additions are underlined; deletions are [bracketed].

EDGA Exchange, Inc. Fee Schedule – Effective [November 3]December 1,, 2014

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Rebates & Charges for Adding, Removing or Routing Liquidity per share for Tape A, B, & C securities¹:

Rebates indicated by parentheses ().

* * * * *

General Notes:

- Unless otherwise indicated, the following added flags are counted towards tiers: B, V, Y, DM, EA, HA, PA, RP, 3, [and] 4, and 5.¹³
- Unless otherwise indicated, the following removal flags are counted towards tiers: BB, N, W, CR, DT, ER, HR, PR, PT, XR, 5,¹³ and 6.
- Unless otherwise indicated, the following routed flags are counted towards tiers: A, C, D, F, G, I, J, K, L, M, O, P, Q, R, S, T, U, X, Z, 2, 7, 8, 9, 10, BY, CL, PX, RA, RB, RC, RM, RR, RS, RT, RW, RX, RY, RZ and SW.
- The Exchange notes that to the extent a Member does not qualify for any of the tiers listed below, the rates listed in the above section titled “Liquidity Flags” will apply.
- To the extent a Member qualifies for higher rebates and/or lower fees than those provided by a tier for which such Member qualifies, the higher rebates and/or lower fees shall apply.
- Variable rates provided by tiers apply only to executions in securities priced at or above \$1.00.

Footnotes:

1 - 12 (No change).

13 A Member’s monthly volume attributed to Flag 5 will be divided evenly between the added flags and removal flags when determining whether that Member satisfied a certain tier.

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