

**Exhibit 5A**

Because all proposed text below is new, neither additions nor deletions have been indicated in this Exhibit.

**MEMX Fee Schedule  
(EFFECTIVE SEPTEMBER 21, 2020)**

**Transaction Fees**

MEMX Members are charged per share fees or provided per share rebates based on shares executed within each of the fee code categories below.

<b>Fee Code</b>	<b>Description</b>	<b>Fee/(Rebate) - Securities at or above \$1.00 ("A")</b>	<b>Fee/(Rebate) - Securities below \$1.00 ("B")</b>
B, D or J	Added displayed volume	\$(0.0029)	No charge
H or M	Added non-displayed volume	\$(0.0020)	No charge
R	Removed volume from MEMX Book	\$0.0025	No charge
Z	Routed to another market, removed liquidity	\$0.0030	No charge

**Notes:**

The Reserve Quantity of an order is treated as adding displayed volume, and thus, the rebate for adding displayed volume applies to any Reserve Quantity of an order.

**Membership, Market Data, and Connectivity Fees**

MEMX does not charge fees for membership, market data products, physical connectivity or application sessions.

**Additional Fees**

Additional fees are set forth in Rule 15.1 of the MEMX Rulebook. Such fees include Regulatory Transaction Fees collected to fund MEMX's Section 31 obligations and fees collected through the CRD registration system for registration of associated persons of Members that are not also FINRA members.

**Exhibit 5B**

Proposed new language is underlined; Proposed deletions are in [brackets].

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**CHAPTER 15. DUES, FEES, ASSESSMENTS AND OTHER CHARGES, EFFECTIVE DATE**

Rule 15.1. Authority to Prescribe Dues, Fees, Assessments and Other Charges

(a)-(d) No changes.

(e) Registration and Processing Fees (CRD).

The following fees will be collected and retained by FINRA via the CRD registration system for the registration of associated persons of Members that are not also FINRA members:

- (1) \$100 for each initial Form U4 filed for the registration of a representative or principal;
- (2) \$110 for the additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting, amendment, or certification of one or more disclosure events or proceedings;
- (3) \$45 annually for each of the Member's registered representatives and principals for system processing;
- (4) \$15 for processing and posting to the CRD system each set of fingerprint cards submitted electronically by the Member, plus a pass-through of any other charge imposed by the United States Department of Justice for processing each set of fingerprints;
- (5) \$30 for processing and posting to the CRD system each set of fingerprint cards submitted in non-electronic format by the Member, plus a pass-through of any other charge imposed by the United States Department of Justice for processing each set of fingerprints; and
- (6) \$30 for processing and posting to the CRD system each set of fingerprint results and identifying information that has been processed through a self-regulatory organization other than FINRA.

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