

Exhibit 5

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

**MEMX Fee Schedule
(EFFECTIVE JANUARY 3, 2022)**

Transaction Fees

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Membership, Market Data, and Connectivity Fees

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Market Data

MEMX does not charge fees for market data products.

Connectivity and Application Sessions

Physical Connectivity

<u>Product</u>	<u>Location</u>	<u>Fee</u>
xNet Physical Connection	Primary Data Center	\$6,000
xNet Physical Connection	Secondary Data Center	\$3,000

Application Sessions

<u>Product</u>	<u>Location</u>	<u>Fee</u>
Order Entry Port	Primary Data Center	\$450
Drop Copy Port	Primary Data Center	\$450

Notes:

- Fees for Connectivity and Application Sessions are assessed based on each active product at the close of business on the first day of each month. If a product is cancelled by a Member submission of a written request or via the MEMX User Portal prior to such fee being assessed then the Member will not be obligated to pay the applicable product fee. MEMX does not return pro rated fees if a product is not used for an entire month.
- MEMX does not charge for: (1) Order Entry Ports or Drop Copy Ports in the Secondary Data Center, or (2) any Test Facility Ports or MEMOIR Gap Fill Ports.

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