

Exhibit 5

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

**MEMX Equities Fee Schedule
(EFFECTIVE FEBRUARY 15, 2024)**

Transaction Fees

* * * * *

[Connectivity and Application Sessions Fees

Physical Connectivity

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

Application Sessions

Product	Location	Fee
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.]

Additional Fees

* * * * *

Fees applicable to Membership and Connectivity are set forth on the following fee schedules:

MEMBERSHIP FEES

CONNECTIVITY FEES

* * * * *

MEMX Options Fee Schedule
(EFFECTIVE [DECEMBER 21, 2023] FEBRUARY 15, 2024)

* * * * *

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.

Fees applicable to Membership and Connectivity are set forth on the following fee schedules:

MEMBERSHIP FEES

CONNECTIVITY FEES

* * * * *

MEMX Connectivity Fee Schedule
(EFFECTIVE FEBRUARY 15, 2024)

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:

- A Physical Connection can be used to access MEMX Equities and/or MEMX Options.
- An Application Session can only be used to access one MEMX trading platform, i.e., MEMX Equities or MEMX Options.
- 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.
- All Connectivity and Application Sessions fees solely related to participation on MEMX Options shall be waived until March 1, 2024.

* * * * *