

Exhibit 5

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

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CHAPTER 2. MEMBERS OF THE EXCHANGE

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Rule 2.4. Mandatory Participation in Testing of Backup Systems

(a) – (b) No change.

(c) For the first calendar year that the Exchange is operational, with respect to MX2 Options, notwithstanding paragraph (b), the Exchange will instead designate at least three Options Members who have a meaningful percentage of trading volumes in [NMS Stocks]options on other [equity]options exchanges. The Exchange will designate firms that have already established connections to the Exchange's backup systems. The Exchange will notify Members designated under this paragraph (c) no later than September 10th of such year.

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