EXHIBIT 5

Deleted text is [bracketed]. New text is underlined.

The Nasdaq Stock Market LLC Rules

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Equity Rules

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Equity 4: Equity Trading Rules

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4702. Order Types

(a) No change.

(b) Except where stated otherwise, the following Order Types are available to all Participants:

(1) – (13) No change.

(14) (A) A "**Midpoint Extended Life Order**" is an Order Type with a Non-Display Order Attribute that is priced at the midpoint between the NBBO and that will not be eligible to execute until a minimum period of 10 milliseconds ("Holding Period") has passed after acceptance of the Order by the System. Eligible Midpoint Extended Life Orders may only execute against other eligible Midpoint Extended Life Orders and M-ELO+CB Orders. Buy (sell) Midpoint Extended Life Orders will be ranked in time order at the midpoint among other Buy (Sell) Midpoint Extended Life Orders and buy (sell) MELO+ CB Orders. A Midpoint Extended Life Order may be cancelled at any time. If a Midpoint Extended Life Order is modified by a member (other than to decrease the size of the Order or to modify the marking of a sell Order as long, short, or short exempt) during the Holding Period, the System will restart the Holding Period. If a Midpoint Extended Life Order is modified by a member (other than to decrease the size of the Order or to modify the marking of a sell Order as long, short, or short exempt) after it is eligible to execute, the Order will have to satisfy a new Holding Period to become eligible to execute.

If a limit price is assigned to a Midpoint Extended Life Order, the Order will be: (1) eligible for execution in time priority if upon acceptance of the Order by the System, the midpoint price is within the limit set by the participant; or (2) held until the midpoint falls within the limit set by the participant at which time the Holding Period will commence and thereafter the System will make the Order eligible for execution in time priority. For example, if the Best Bid was $11 and the Best Offer was $11.06, the price of the Midpoint Extended Life Order would be $11.03. If a participant enters a Midpoint Extended Life Order to buy with a limit of $11.02, the Holding Period would not begin until the midpoint price reached $11.02. If a

Midpoint Extended Life Order has met the Holding Period requirement but the
midpoint is no longer within its limit, it will nonetheless be ranked in time priority
among other Midpoint Extended Life Orders and M-ELO+CBs if the NBBO later
moves such that it is within the Order's limit price. Midpoint Extended Life Orders
will not execute if there is a resting non-displayed Order priced more aggressively
than the midpoint between the NBBO, and will be held for execution until the
resting non-displayed Order is no longer on the Nasdaq Book or the midpoint of the
NBBO matches the price of the resting non-displayed Order.

Midpoint Extended Life Orders in existence at the time a halt is initiated will be
ineligible to execute and held by the System until trading has resumed and the
NBBO has been received by Nasdaq.

Nasdaq will publish on Nasdaqtrader.com weekly aggregated number of shares and
transactions of Midpoint Extended Life Orders executed on Nasdaq by security. The
weekly aggregated data would be published with a delay of two weeks for NMS
stocks in Tier 1 of the NMS Plan to Address Extraordinary Market Volatility, and
four weeks for all other NMS stocks. Nasdaq will also publish on Nasdaqtrader.com
monthly aggregated block-sized trading statistics of total shares and total
transactions of Midpoint Extended Life Orders executed on Nasdaq. A transaction
would be considered "block-sized" if it meets any of the following categories of
criteria: (1) 10,000 or more shares; (2) $200,000 or more in value; (3) 10,000 or
more shares and $200,000 or more in value; (4) 2,000 to 9,999 shares; (5) $100,000
to $199,999 in value; or (6) 2,000 to 9,999 shares and $100,000 to $199,999 in
value. For each of these categories, Nasdaq will publish monthly transaction count
and share executed volume information. The data will be published no earlier than
one month following the end of the month for which trading was aggregated.

(B) The following Order Attributes may be assigned to a Midpoint Extended Life
Order:

• Minimum Quantity.

• Size.

• [A]Time-in-Force[other than IOC; provided that r]. Regardless of the Time-in-
Force entered, a Midpoint Extended Life Order may not be active outside of
Market Hours. A Midpoint Extended Life Order entered during Pre-Market Hours
will be held by the System in time priority until Market Hours. Midpoint
Extended Life Orders entered during Post-Market Hours will not be accepted by
the System. A Midpoint Extended Life Order remaining unexecuted after 4:00
p.m. ET will be cancelled by the System. If a Midpoint Extended Life Order is
entered with a Time-In-Force of IOC, it will execute against available eligible
resting interest immediately upon the expiration of the Holding Period; if no such
resting interest is available, or shares of the Order remain unexecuted after
executing against eligible resting interest, then the System will automatically

<u>cancel the Order or the remaining shares of the Order, as applicable; if the Order is ineligible to begin the Holding Period upon entry, then the System will cancel it immediately.</u>

• Non-Display. All Midpoint Extended Life Orders are Non-Displayed.

(15) A "**Midpoint Extended Life Order Plus Continuous Book**" or "**M-ELO+CB**" is an Order Type that has all of the characteristics and attributes of a Midpoint Extended Life Order, as set forth above in subparagraph (14), except as follows:

• A M-ELO+CB that satisfies the Holding Period shall be eligible to execute (at the midpoint of the NBBO) against other eligible M-ELO+CBs, eligible Midpoint Extended Life Orders, and as described below, Non-Displayed Orders with Midpoint Pegging and Midpoint Peg Post-Only Orders (collectively, "Midpoint Orders") resting on the Exchange's Continuous Book. A M-ELO+CB shall be eligible to execute against a Midpoint Order if: (i) the Midpoint Order has the Midpoint Trade Now Attribute enabled; (ii) no other order is resting on the Continuous Book that has a more aggressive price than the current midpoint of the NBBO; (iii) the Midpoint Order has rested on the Exchange's Continuous Book for a minimum of 10 milliseconds after the NBBO midpoint falls within the limit set by the participant; and (iv) the Midpoint Order satisfies any minimum quantity requirement of the M-ELO+CB. A buy (sell) MELO+ CB will be ranked in time order at the midpoint among other buy (sell) MELO+ CBs, buy (sell) Midpoint Extended Life Orders, and buy (sell) Midpoint Orders, as of the time when such Orders become eligible to execute.

• QIX is not available for the entry of a M-ELO+CB.

• Nasdaq will include M-ELO+CB executions in the statistical information it publishes on Nasdaqtrader.com for M-ELOs.

(16) No change.

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