

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 7: Pricing Schedule

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Section 118. Nasdaq Market Center Order Execution and Routing

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(1) Fees for Execution and Routing of Orders

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Credit to member for displayed quotes/orders (other than Supplemental Orders or Designated Retail Orders) that provide liquidity (per share executed):			
	Tape A	Tape B	Tape C
* * * * *	* * * * *	* * * * *	* * * * *
member with shares of liquidity provided in all securities through one or more of its Nasdaq Market Center MPIDs that represent 0.75% or more of Consolidated Volume, including shares of liquidity provided with respect to securities that are listed on exchanges other than Nasdaq or NYSE that represent 0.15% or more of Consolidated Volume:	\$0.0029	\$0.0029	\$0.0029
<u>member, through one or more of its Nasdaq Market Center MPIDs, with (i) shares of liquidity provided in all securities that represent 0.70% or more (in securities priced at or greater than \$1) of Consolidated Volume (in securities priced at or greater than \$1); (ii) shares of liquidity provided with respect to securities that are listed on exchanges other than Nasdaq or NYSE that represent 0.15% or more of Consolidated Volume; and (iii) shares of non-displayed liquidity (other than midpoint orders) provided in all securities</u>	<u>\$0.0030 (may not be combined with the QMM credits set forth in Section</u>	<u>\$0.0030 (may not be combined with the QMM credits set forth in Section</u>	<u>\$0.0030 (may not be combined with the QMM credits set forth in Section</u>

<u>that represent 0.10% or more of Consolidated Volume:</u>	<u>114(e)</u>	<u>114(e)</u>	<u>114(e)</u>
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