Exhibit 5

Additions: <u>Underlined</u>
Deletions: [Bracketed]

Rules of NYSE American LLC

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**Equities Rules**

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**Cash Equities Pillar Platform Rules**

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**RULE 7E- EQUITIES TRADING**

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**Section 3. Exchange Trading**

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**Rule 7.31E. Orders and Modifiers**

(a) Primary Order Types

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   (2) Limit Order. An order to buy or sell a stated amount of a security at a specified price or better. Unless otherwise specified, the working price and the display price of a Limit Order equal the limit price of the order, it is eligible to be routed, and it is ranked Priority 2 - Display Orders.

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   [(C) If a BB (BO) that is locked or crossed by an Away Market PBO (PBB) is cancelled, executed or routed and the next best-priced resting Limit Order(s) on the Exchange Book that would become the new BB (BO) would have a display price that would lock or cross the PBO (PBB), such Limit Order(s) to buy (sell) will be assigned a display price one MPV below (above) the PBO (PBB) and a working price equal to the PBO (PBB). When the PBO (PBB) is updated, the Limit Order(s) to buy (sell) will be repriced consistent with the original terms of the order. If a Day ISO to buy (sell) arrives before the PBO (PBB) is updated, such repriced Limit Order(s) to buy (sell) will be repriced to the lower (higher) of the display price of the Day ISO or the original price of the Limit Order(s).]

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(d) Orders with a Conditional or Undisplayed Price and/or Size

(1) Reserve Order. A Limit or Inside Limit Order with a quantity of the size displayed and with a reserve quantity of the size ("reserve interest") that is not displayed. The displayed quantity of a Reserve Order is ranked Priority 2 - Display Orders and the reserve interest is ranked Priority 3 - Non-Display Orders. Both the display quantity and the reserve interest of an arriving marketable Reserve Order are eligible to trade with resting interest in the Exchange Book or route to Away Markets.  The working price of the reserve interest of a resting Reserve Order will be adjusted in the same manner as a Non-Displayed Limit Order, as provided for in paragraph (d)(2)(A) of this Rule.

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(E) A request to reduce the size of a Reserve Order will cancel the reserve interest before cancelling the display quantity and if there is more than one child order, the child order with the later working time will be cancelled first.

(F) If the PBBO is crossed and the display quantity of a Reserve Order to buy (sell) that is a Non-Routable Limit Order is decremented to less than a round lot, the display price and working price of such Reserve Order will not change and the reserve interest that replenishes the display quantity will be assigned a display price one MPV below (above) the PBO (PBB) and a working price equal to the PBO (PBB).  When the PBBO uncrosses, the display price and working price will be adjusted as provided for under paragraph (e)(1) of this Rule relating to Non-Routable Limit Orders.

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**Rule 7.35E. Auctions**

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(h) *Transition to Continuous Trading*. After auction processing concludes, including if there is no Matched Volume and an auction is not conducted or when transitioning from one trading session to another, the Exchange will transition to continuous trading following an auction or when transitioning from one trading session to another as follows::

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(3) When transitioning to continuous trading from a prior trading session or following an auction, orders will be processed as follows:

(A)  A quote will be published based on previously-live orders. For the Core Open Auction, Trading Halt Auction, and Closing Auction, "previously-live orders" are unexecuted orders that were received before the Auction Processing Period and were designated[eligible] to trade in the trading session both before and after the transition

or auction. For the IPO Auction, "previously-live orders" are unexecuted orders that were entered before the IPO Auction Processing Period began.

(i) Before publishing a quote when transitioning from a prior trading session or following the Core Open Auction or Closing Auction (if preceded by continuous trading): (1) previously-live orders that are marketable will be traded, routed, or cancelled in time sequence; and (2) a new quote will be published only if different from the last-published quote[; and (3) if the new published quote is worse than the previously-published quote and would lock or cross the PBBO, the display price of Limit Orders will be adjusted consistent with Rule 7.31E(a)(2)(C)].

(ii) Before publishing a quote following a Trading Halt Auction or IPO Auction (or Closing Auction if not preceded by continuous trading), previously-live orders will be processed as follows: [(1) previously-live Limit Orders that are designated with a Proactive if Locked/Crossed Modifier or that would be the result of reserve interest replenishing the display quantity of a routable Reserve Order will route, if marketable against protected quotations on Away Markets; (2) for the Trading Halt Auction only, previously-live orders that are marketable against other orders in the Exchange Book and that would not trade through a protected quotation will trade; and (3) the display price of all other orders that are marketable against a protected quotation on an Away Market will be adjusted consistent with Rule 7.31E(a)(2)(C).]

a) Orders eligible to route that are marketable against protected quotations on Away Markets will route based on the ranking of such orders as set forth in Rule 7.36E(c).

b) After routing eligible orders, orders not eligible to route (excluding, during a Short Sale Price Test, sell short orders) that are marketable against protected quotations on Away Markets will cancel.

c) Once there are no more unexecuted orders marketable against protected quotations on Away Markets, orders that are marketable against other orders in the Exchange Book will trade.

d) The display quantity of Reserve Orders will be replenished as provided for in Rule 7.31E(d)(1).

e) Sell short orders will be priced to a Permitted Price as provided for under Rule 7.16E(f)(5).

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**Rule 7.36E. Order Ranking and Display**

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(b) *Display*. The Exchange displays all non-marketable Limit Orders, unless the order or modifier instruction specifies that all or a portion of the order is not to be displayed.

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(3) The best-ranked non-marketable displayed Limit Order(s) to buy and the best ranked non-marketable displayed Limit Order(s) to sell in the Exchange Book and the aggregate displayed size of such orders associated with such prices will be collected and made available to quotation vendors for dissemination pursuant to the requirements of Rule 602 of Regulation NMS under the Exchange Act. If non-marketable odd-lot sized orders at multiple price levels can be aggregated to equal at least a round lot, such odd-lot sized orders will be displayed as the best ranked displayed orders to sell (buy) at the least aggressive price at which such odd-lot sized orders can be aggregated to equal at least a round lot.

(4) If an Away Market locks or crosses the BBO, the Exchange will not change the display price of any Limit Orders ranked Priority 2 - Display Orders and any such orders will be eligible to be displayed as the Exchange's BBO, provided that, before resuming trading and publishing a quote in a UTP Security following a UTP Regulatory Halt, previously-displayed Limit Orders will be routed (if routable) or cancelled (if non-routable) if such orders are marketable against protected quotations on Away Markets.

(c) *Ranking*. All non-marketable orders are ranked and maintained in the Exchange Book according to price-time priority in the following manner: (1) price; (2) priority category; (3) time; and (4) ranking restrictions applicable to an order or modifier condition.

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**Rule 7.38E. Odd and Mixed Lots**

(a) *Order Types*. Rule 7.31E specifies whether an order may not be entered as an odd lot or mixed lot.

(b) *Ranking and Execution*. Round lot, mixed lot and odd lot orders are treated in the same manner [in]on the Exchange.[, provided that:

(1) The working and display price of an odd lot order will be adjusted both on arrival and when resting on the Exchange Book as follows:

(A) If the limit price of an odd lot order to buy (sell) is at or below (above) the PBO (PBB), it will have a working and display price equal to the limit price.

(B) If the limit price of an odd lot order to buy (sell) is above (below) the PBO (PBB), it will have a working price equal to the PBO (PBB). The display price will also be adjusted to the PBO (PBB) unless the order's instruction requires a display price that is different from the PBBO.

(C) If the PBBO is locked or crossed and the limit price of an odd lot order to buy (sell) is above (below) the PBO (PBB), it will have a working and display price equal to the PBB (PBO).  The working and display price of such odd lot order will not be adjusted again until the PBBO unlocks or uncrosses.]

[(2)](c) For an order that is partially routed to an Away Market on arrival, if any returned quantity of the order joins resting odd-lot quantity of the original order and the returned and resting quantity, either alone or together with other odd-lot orders, would be displayed as a new BBO, both the returned and resting quantity will be assigned a new working time.