

EXHIBIT 5

Added text underlined;
 Deleted text in [brackets].

NYSE American LLC Company Guide

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Sec. 119. LISTING OF COMPANIES WHOSE BUSINESS PLAN IS TO COMPLETE ONE OR MORE ACQUISITIONS

Generally, the Exchange will not permit the initial or continued listing of a company that has no specific business plan or that has indicated that its business plan is to engage in a merger or acquisition with an unidentified company or companies.

However, in the case of a company whose business plan is to complete an initial public offering and engage in a merger or acquisition with one or more unidentified companies within a specific period of time, the Exchange will permit the listing if the company meets all applicable initial listing requirements, as well as the conditions described below.

- a. At least 90% of the gross proceeds from the initial public offering and any concurrent sale by the company of equity securities must be deposited in a trust account maintained by an independent trustee, an escrow account maintained by an "insured depository institution", as that term is defined in Section 3(c)(2) of the Federal Deposit Insurance Act, or in a separate bank account established by a registered broker or dealer (collectively, a "deposit account").

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- f. Until the company completes a business combination where all conditions in paragraph (b) above are met, the company must notify the Exchange on the appropriate form about each proposed business combination. Following each business combination, the combined company must meet the requirements for initial listing. If the company does not meet the requirements for initial listing following a business combination or does not comply with one of the requirements set forth above, the Exchange shall commence delisting proceedings under Section 1010 to delist the company's securities. The company shall not be eligible to follow the procedures to cure deficiencies outlined in Section 1009 of the Guide. If the company is subject to delisting due to a failure to comply with Section 119(b), the Exchange will immediately suspend trading in the company's securities at the time of commencement of delisting proceedings and trading in the company's securities will remain suspended until the conclusion of any appeal of the delisting pursuant to Part 12 hereof.

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Sec. 1003. APPLICATION OF POLICIES

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(i) Change in Primary Business Focus

The Exchange will give consideration to the delisting of a company that has changed its primary business focus to a new area of business that is substantially different from the business it was engaged in at the time of its original listing or which was immaterial to its operations at the time of its original listing. Any company that undertakes such a change in its primary business focus must promptly provide notice of such change in writing to the Exchange. The Exchange's assessment of the company's suitability for continued listing in light of such change will also take into consideration other changes that may have occurred in connection with the change in the company's primary business focus, including, but not limited to, changes in the management, board of directors, voting power, ownership, and financial structure of the company. The Exchange will focus its analysis of the company's suitability for continued listing on whether it would have accepted the listed company for initial listing if it had been engaged in its modified business at the time of original listing. If the Exchange determines that a listed company is unsuitable for continued listing due to a change in its primary business focus, the Exchange will commence suspension and delisting procedures immediately in accordance with the procedures set out in Section 1010. A listed company is not eligible to follow the procedures outlined in Section 1009 with respect to this criterion.

(j) Companies Whose Business Plan is to Complete One or More Acquisitions

Delisting provisions specific to companies listed under Section 119 ("Listing of Companies Whose Business Plan is to Complete One or More Acquisitions") can be found in Section 119(f).

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