

EXHIBIT 5

Additions are underlined;
deletions are [bracketed].

NYSE Amex Equities Rules**Rule 72 – NYSE Amex Equities. Priority of Bids and Offers and Allocation of Executions**

The provisions of this rule shall be in effect during a Pilot set to end on January 31, 2012.

(a) Priority of First Bid or Offer

(i) As used in this rule, the term "displayable" shall mean that portion of interest that could be published as, or as part of, the Exchange BBO. Displayable odd-lot orders will be published as part of the Exchange BBO if, when aggregated with other interest available for execution at that price point, the sum of the odd-lot order and other interest available at that price point would be equal to or greater than a round lot. The term "displayed interest" includes that part of an order that is published as, or as part of, the Exchange BBO, which may include one or more odd-lot orders.

(ii) When a bid or offer is established as the only displayable bid or offer made at a particular price and such bid or offer is the only displayable interest when such price is or becomes the Exchange BBO (the "setting interest"), such setting interest shall be entitled to priority for allocation of executions at that price as described in this rule, subject to the provisions below.

(A) - (F) No change.

(G) If [a] non-pegging [e-Quote] interest becomes the Exchange BBO, [is] it shall be considered the setting interest even if an e-Quote is pegging to such non-pegging interest, and it shall retain its priority even if subsequently joined at that price by a pegging e-Quote. (See Rule 70.26 - NYSE Amex Equities - Pegging for e-Quotes and d-Quotes.) [If, however, at the time non-pegging interest becomes the Exchange BBO, an e-Quote is pegging to such non-pegging interest, all such interest is considered to be entered simultaneously and, therefore, no interest is setting interest.]

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