

EXHIBIT 5

Additions underscored
 Deletions [bracketed]

NYSE Arca Equities, Inc.**SCHEDULE OF FEES AND CHARGES
FOR EXCHANGE SERVICES**

[November 1] January 2, 201[2]3

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NYSE ARCA EQUITIES: REGULATORY FEES

FOCUS Filing Fee	\$100 annual filing fee for ETP Holders for which NYSE Arca is the Designated Examining Authority
Amount per \$1,000 Gross FOCUS Revenue	\$0.07
[Registration Fee]	[\$95 NASD Disclosure Processing Fee] [\$13 NASD Manual Processing Fee for Fingerprint Results submitted by Other SROs]
DEA Fee	\$2,000 monthly fee per firm \$250 annual fee per trader \$75 one-time registration fee per trader
Application Resulting in Statutory Disqualification Proceedings	\$2,000 fee per application
Late Payment of Dues, Fees, Fines and Charges	
Number of Times Late Within Previous Twelve Months	Amount of Charge
1	\$250 or 1.0% of Invoice Amount, Whichever is Greater
2	\$500 or 1.5% of Invoice Amount, Whichever is Greater

CRD Fees for ETP Holders that are not FINRA Members

<u>Each initial Form U4 filed for the registration of a representative or principal</u>	<u>\$100</u>
<u>Additional processing of each initial or amended Form U4, Form U5 or Form BD that includes the initial reporting,</u>	<u>\$110</u>

<u>amendment, or certification of one or more disclosure events or proceedings</u>	
<u>Processing and posting to the CRD system each set of fingerprints submitted electronically to FINRA, plus any other charge that may be imposed by the U.S. Department of Justice for processing each set of fingerprints</u>	<u>\$15</u>
<u>Processing and posting to the CRD system each set of fingerprint cards submitted in non-electronic format to FINRA, plus any other charge that may be imposed by the U.S. Department of Justice for processing each set of fingerprints</u>	<u>\$30</u>
<u>Processing and posting to the CRD system each set of fingerprint results and identifying information that have been processed through another self-regulatory organization and submitted to FINRA</u>	<u>\$30</u>
<u>System processing for each registered representative and principal</u>	<u>\$45 annually</u>

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