

EXHIBIT 5

Additions underscored
 Deletions [bracketed]

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
 FOR EXCHANGE SERVICES**

[February] March 1, 2014

NYSE ARCA MARKETPLACE: TRADE RELATED FEES AND CREDITS¹

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<p>Retail Order Cross-Asset Tier:</p> <p>For ETP Holders, including Market Makers, that execute an [C]ADV^[3]⁴ of Retail Orders (as defined in <u>Rule 7.44(a)(3)</u>) during the month that is 0.30% or more of the US CADV³ and are affiliated with an OTP Holder or OTP Firm that provides an ADV^[4] of electronic posted Customer executions in Penny Pilot issues on NYSE Arca Options (excluding mini options) of at least 0.50% of total Customer equity and ETF option ADV as reported by OCC:</p> <p>[A Retail Order is an agency order or a riskless</p>	<p>Tape A, Tape B, and Tape C Securities:</p> <p>No change.</p>
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¹ No change.

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³ No change.

⁴ No change.

<p>principal order that meets the criteria of FINRA Rule 5320.03 that originates from a natural person and is submitted to the Exchange by an ETP Holder, provided that no change is made to the terms of the order with respect to price or side of market and the order does not originate from a trading algorithm or any other computerized methodology.]</p>	
<p>Retail Order Tier: For ETP Holders, including Market Makers, that execute an ADV⁴ of Retail Orders (as defined in Rule 7.44(a)(3)) during the month that is 0.20% or more of the US CADV³:</p>	<p>Tape A, Tape B, and Tape C Securities: No change.</p>

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NYSE ARCA MARKETPLACE: MARKET MAKER FEES AND CREDITS¹⁰

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FEES AND CREDITS APPLICABLE TO EXECUTIONS IN THE RETAIL LIQUIDITY PROGRAM

<p><u>Retail Liquidity Provider (“RLP”) or Non-RLP Retail Price Improvement Order (“RPI”) that executes against a Retail Member Organization (“RMO”) Retail Order:</u></p>	<p><u>Tape B and Tape C Securities:</u> <u>No fee or credit applies.</u></p>
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¹⁰ Market Maker fees for the NYSE Arca marketplace will not apply to Mid-Point Passive Liquidity Orders (except Mid-Point Passive Liquidity Orders will be eligible for transaction credit with respect to Tape A and Tape C Securities). [Credits available to Market Makers will not apply to Open Orders (e.g., GTC Orders) executed after the trading date on which they were entered.]

<u>Other non-displayed liquidity and displayable odd lot interest priced better than the best protected bid ("PBB") or the best protected offer ("PBO") (together, the "PBBO") ("other price-improving interest") that executes against an RMO Retail Order:</u>	<u>Tape B and Tape C Securities:</u> <u>Tiered or Basic Rates apply based on a firm's qualifying levels.</u>
<u>RMO Retail Order that executes against an RLP or Non-RLP RPI or against other price-improving interest:</u>	<u>Tape B and Tape C Securities:</u> <u>\$0.0005 per share (credit)</u>