

EXHIBIT 5

Additions underscored
 Deletions [bracketed]

NYSE Arca Options Fees and Charges

Effective Date: [May]June 1, 2015

**NYSE Arca OPTIONS: TRADE-RELATED CHARGES FOR STANDARD
 OPTIONS**

Customer and Professional Customer Incentive Program	
At least 0.75% of Total Industry Customer equity and ETF option ADV from Customer and Professional Customer Posted Orders in both Penny Pilot and non-Penny Pilot Issues, of which at least [0.28%] <u>0.25%</u> of Total Industry Customer equity and ETF option ADV is from Customer and Professional Customer Posted Orders in non-Penny Pilot Issues	Additional \$0.03 Credit on Customer and Professional Customer Posting Credits
An ADV from Market Maker Posted Orders equal to 0.70% of Total Industry Customer equity and ETF option ADV	Additional \$0.01 Credit on Customer and Professional Customer Posting Credits
An ADV from Market Maker Posted Orders equal to 1.40% of Total Industry Customer equity and ETF option ADV	Additional \$0.02 Credit on Customer and Professional Customer Posting Credits
Executed ADV of Retail Orders of 0.10% ADV of U.S. Equity Market Share Posted and Executed on NYSE Arca Equity Market	Additional \$0.03 Credit on Customer and Professional Customer Posting Credits

OTP Holders and OTP Firms may earn one additional Credit from the four alternatives listed above.

	Customer and Professional Customer Posting Credit Tiers In Non Penny Pilot Issues	Credit Applied to Posted Electronic Customer and Professional Customer Executions in Non -Penny Pilot Issues
Base	Qualification Basis (Average Electronic Executions Per Day)	(\$0.75)
Tier A	At least [0.80%] <u>0.70%</u> of Total Industry Customer equity and ETF option ADV from Customer and Professional Customer Posted Orders in all Issues Plus executed ADV of Retail Orders of 0.1% ADV of U.S. Equity Market Share Posted and Executed on NYSE Arca Equity Market ⁸	(\$0.83)
Tier B	At least [1.00%] <u>0.80%</u> of Total Industry Customer equity and ETF option ADV from Customer and Professional Customer Posted Orders in [both Penny Pilot and non-Penny Pilot Issues] <u>all Issues</u>	(\$0.83)
