

EXHIBIT 5

Additions underscored
Deletions [bracketed]

NYSE MKT Equities
Price List 2012

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Last Updated: [November 6] December 14, 2012

Equity Transaction Fees and Credits for Listed Securities¹

Transactions in Securities with a Per Share Price of \$1.00 or More

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Equity per Share Credit - per transaction - when adding liquidity (displayed and non-displayed orders).....	\$0.0016
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security).....	No Charge
Non-electronic agency transactions between [f]Floor brokers in the crowd	No Charge
<u>Non-electronic agency transactions of Floor brokers that execute against the Book</u>	<u>No Charge</u>
At the opening or at the opening only orders ²	\$0.0005
Equity per Share Charge ³ – per transaction – for all <u>Floor broker [D]discretionary e-Quotes (“d-Quotes”) that remove liquidity [and verbal agency interest by floor brokers]</u>	\$0.0005

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Transactions in Securities with a Per Share Price Below \$1.00

¹ Does not apply to transactions by members acting as a Designated Market Maker for own account.

² \$15,000 cap per month per member organization.

³ Includes shares, rights, warrants and closed end funds.

Equity per Share Charge when adding liquidity to the Exchange	No Charge
<u>Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security)</u>	<u>No Charge</u>
<u>Non-electronic agency transactions between Floor brokers in the crowd</u>	<u>No Charge</u>
<u>Non-electronic agency transactions of Floor brokers that execute against the Book</u>	<u>No Charge</u>

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Equity per Share Charge ⁵ – per transaction – for all <u>d-Quotes that remove liquidity</u> [Discretionary e-Quotes and verbal agency interest by floor brokers] .	The lesser of (i) \$0.0005 per share and (ii) 0.25% of the total dollar value of the transaction
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Equity Transaction Fees and Credits For Nasdaq Securities Traded Pursuant to Unlisted Trading Privileges

Fees and Credits applicable to Market Participants for Transactions in Nasdaq Securities⁸

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders ..	\$0.0025	Not Applicable
		0.10% of total dollar value of

⁵ Includes shares, rights, warrants and closed end funds.

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⁸ Does not apply to transactions by a Designated Market Maker or Supplemental Liquidity Provider for its own account (see separate fee schedule herein).

		the transaction (Floor brokers only)
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security).....	No Charge	No Charge
Non-electronic agency transactions between [f]Floor brokers in the crowd.....	No Charge	No Charge
<u>Non-electronic agency transactions of Floor brokers that execute against the Book</u>	<u>No Charge</u>	<u>No Charge</u>
Equity per Share Charge ⁹ – per transaction – for all [Discretionary e] d-Quotes <u>that remove liquidity</u> [and verbal agency interest by floor brokers].....	\$0.0005	0.20% of total dollar value of the transaction

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⁹ Includes shares, rights, warrants and closed end funds.