

EXHIBIT 5

Proposed new language is underlines; proposed deletions are in brackets.

NASDAQ OMX PHLX LLC FEE SCHEDULE

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X. Co-Location Services

Co-location services provided by NASDAQ Technology Services LLC.

(a) Cabinets

Cabinet with Power		
Description	Installation Fee±	Ongoing Monthly Fee
<u>Super High Density Cabinet</u> (<u>>10kW – <=17.3kW</u>)	<u>\$7,000</u> ^{***}	<u>\$15,000</u> ^{**}
High Density Cabinet (>7kW – <10kW)	\$3,500	\$7,000 ^{**}
Medium-High Density Cabinet (>5kW – <=7kW)	\$3,500	\$6,000 ^{**}
Medium Density Cabinet (>2.88kW – <=5kW)	\$3,500	\$5,000 ^{**}
Low Density Cabinet (<=2.88kW)	\$3,500	\$4,000 ^{**}
Half Cabinet *		\$3,000

*Not available to new subscribers.

** Discount of 15% of fee available to users of 25 or more full cabinets who commit to a 3 year term; Discount of 10% of fee available to users of 25 or more full cabinets who commit to a 2 year term.

***Includes larger cabinet (30" W x 48" D x 96" H). Standard installation fee of \$3,500 would apply if smaller cabinet (24"W x 42"D x 84"H) is requested.

±These co-location service fees will be waived for customers that place new cabinet orders or service orders related to new cabinet orders during the period commencing June 1, 2011 and ending July 29, 2011. On August 1, 2011, the regular fees that existed prior to June 1, 2011 will apply.

Cabinet power cap is based on the available power at 80% of the breakered capacity of all circuit pairs within a cabinet (where a primary/redundant circuit pair is considered a single circuit).

Shared Cabinet Space		
Description	Installation Fee	Ongoing Monthly Fee
4U Block of Cabinet Space including up to 500W of power*	\$150 per hour	\$600

*No more than 2 4U Blocks. Access restricted to NASDAQ OMX PHLX personnel.

Specialty Cabinet Charge	
Description	Ongoing Monthly Fee
Additional Charge per Cabinet for cabinet > 24"W for each 6"W increment greater than 24"W – 2x the ongoing cabinet fee if the cabinet is >=48"W	\$500 per 6" or 2x the Ongoing Cabinet fee

Multi-Firm Cabinet Charge	
Description	Ongoing Monthly Fee
Additional Charge per Cabinet for each cabinet that supports a firm other than the firm contracted to receive the cabinet by Nasdaq Technology Services	\$500

(b) No change.

X. Co-Location Services
(c) Additional Charges/Services

Additional Items		
Description	Installation Fee	Ongoing Monthly Fee
Cooling (Door) Fans	\$1,500±	\$0
Perforated Floor Tiles	\$250±	\$0
Cabinet Extension	\$500	\$0
<u>Super High Density Cabinet Kit</u>	<u>\$7,000</u>	<u>\$0</u>
Additional Cabinet Shelves	\$200	\$0
Single Master Key Locks	\$175	\$0
Cable Downspouts	\$750±	\$0
Cabinet Caging	Installation Specific	\$3,000
Custom Installation	Installation Specific	\$0
Cabinet Equipment Storage	\$0	\$500
Copper Patch Cords	\$4.50 + \$1.50 per meter	\$0
Fiber Patch Cords-Multi-mode	\$20 + \$1.50 per meter	\$0
Fiber Patch Cords-Single-mode	\$24 + \$.75 per meter	\$0
Twinax Patch Cords	\$34 + \$10 per meter	\$0
Power Cords-5-15P to C13-2 to 4 feet	\$5	\$0
Power Cords-C14 to C19-2 to 4 feet	\$10	\$0
Equipment Storage	\$0	\$100
Internet Bandwidth – 1Mb	\$0	\$300
Internet Bandwidth – 2Mb	\$0	\$500

Internet Bandwith – 3Mb	\$0	\$700
Internet Bandwith – 4Mb	\$0	\$900
Internet Bandwidth – 5Mb	\$0	\$1,100
GPS Antenna	Installation Specific	\$200
Cabinet Proximity Option Fee	\$0	\$1000 per medium or low density cabinet, or \$1500 per medium/high or high density cabinet

Services	
Description	Rate
Power Consulting Service (billed in hourly increments)	\$250/hr plus materials if necessary
Remote Hands Service	\$150/hr

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(d) No change.

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