

EXHIBIT 5

New text is underlined; deleted text is in [brackets].

NASDAQ OMX PHLX LLC¹ PRICING SCHEDULE

ALL BILLING DISPUTES MUST BE SUBMITTED TO THE EXCHANGE IN WRITING AND MUST BE ACCOMPANIED BY SUPPORTING DOCUMENTATION. ALL DISPUTES MUST BE SUBMITTED NO LATER THAN SIXTY (60) DAYS AFTER RECEIPT OF A BILLING INVOICE, EXCEPT FOR DISPUTES CONCERNING NASDAQ OMX PSX FEES, PROPRIETARY DATA FEED FEES AND CO-LOCATION SERVICES FEES. AS OF JANUARY 3, 2011, THE EXCHANGE WILL CALCULATE FEES ON A TRADE DATE BASIS.

¹PHLX[®] is a registered trademark of The NASDAQ OMX Group, Inc.

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VIII. NASDAQ OMX PSX FEES

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Order Execution and Routing

(a) The following charges and credits shall apply to the use of the order execution and routing services of the NASDAQ OMX PSX System by member organizations for all securities that it trades priced at \$1 or more per share:

(1) Fees for Execution of Quotes/Orders in Nasdaq-Listed Securities, Securities Listed on the New York Stock Exchange ("NYSE") and Securities Listed on Exchanges other than Nasdaq and NYSE. As used in this rule, the term "Consolidated Volume" shall mean the total consolidated volume reported to all consolidated transaction reporting plans by all exchanges and trade reporting facilities during a month in equity securities, excluding executed orders with a size of less than one round lot. For purposes of calculating Consolidated Volume and the extent of a member's trading activity, expressed as a percentage of, or ratio to, Consolidated Volume, the date of the annual reconstitution of the Russell Investments Indexes shall be excluded from both total Consolidated Volume and the member's trading activity.

Charge to member organization entering order that executes in NASDAQ OMX PSX: \$0.0028 per share executed in Nasdaq-Listed Securities

\$0.0027 per share executed in NYSE-Listed Securities[and Securities Listed

on Exchanges other than Nasdaq and NYSE]

\$0.0026 per share executed in Securities Listed on Exchanges other than Nasdaq and NYSE

Credit to member organization providing liquidity through the NASDAQ OMX PSX System:

Displayed Quote/Order:

\$0.0028 per share executed for Quotes/Orders entered by a member organization that provides and accesses 0.35% or more of Consolidated Volume during the month

\$0.0027 per share executed for Quotes/Orders entered by a member organization that provides and accesses 0.25% or more of Consolidated Volume during the month

\$0.0025 per share executed for Quotes/Orders entered by a member organization that provides and accesses 0.05% or more of Consolidated Volume during the month

\$0.0023 per share executed for Quotes/Orders entered by a member organization that provides and accesses daily volume of 100,000 or more shares during the month

\$0.0020 per share executed for all other Quotes/Orders

Non-Displayed Order Charges and Credits:

\$0.002[0]3 per share executed credit for all orders with midpoint pegging that provide liquidity

\$0.000[5]0 per share executed credit for other non-displayed orders that provide liquidity

(2) Fees for Routing of Orders in All Securities

Charge to member organization entering PSTG or PSCN order that executes in a venue other than the NASDAQ OMX PSX System:	\$0.0030 per share executed at NYSE \$0.0000 per share executed at NASDAQ OMX BX \$0.0030 per share executed in other venues
Charge to member organization entering PMOP order that executes in a venue other than the NASDAQ OMX PSX System:	\$0.0035 per share executed at NYSE \$0.0035 per share executed at venues other than NYSE
Charge to member organization entering PTFY order that executes in a venue other than the NASDAQ OMX PSX System:	\$0.0030 per share executed at NYSE \$0.0007 per share executed at venues other than NYSE, NASDAQ or NASDAQ OMX BX \$0.0030 per share executed at NASDAQ \$0.0000 per share executed at NASDAQ OMX BX
Charge to member organization entering PCRT order that executes in a venue other than the NASDAQ OMX PSX System:	\$0.0030 per share executed at NASDAQ \$0.0000 per share executed at NASDAQ OMX BX
Charge to member organization entering XDRK order that executes in a venue other than the NASDAQ OMX PSX System:	\$0.0007 per share executed
Charge to member organization entering XCST order that executes in a venue other than the NASDAQ OMX PSX System:	\$0.0000 per share executed at NASDAQ OMX BX \$0.0007 per share for shares executed

at a venue other than NASDAQ
OMX BX

* "Regular market hours" means 9:30 a.m. through 4:00 p.m. Eastern Time, or such shorter period as may be designated by the Exchange on a day when PSX closes early.

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