

EXHIBIT 5

Proposed new language is underlined; proposed deletions are in [brackets].

Rules of Bats EDGA Exchange, Inc.**CHAPTER XI. TRADING RULES.**

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Rule 11.10. Order Execution

(a) (No change).

(1)-(3) (No change).

(4) (No change).

(A)-(C) (No change).

(D) For bids or offers equal to or greater than \$1.00 per share, in the event that an incoming order described in sub-paragraphs (A) and (B) above is a Market Order or is a Limit Order priced more aggressively than an order displayed on the EDG[X]A Book, the Exchange will execute the incoming order at, in the case of an incoming sell order, one-half minimum price variation less than the price of the displayed order, and, in the case of an incoming buy order, at one-half minimum price variation more than the price of the displayed order. For bids or offers under \$1.00 per share, this sub-paragraph is inapplicable.

(5) (No change).

(b)-(f) (No change).

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Rule 11.14. LIMITATION OF LIABILITY

(a)-(f) (No change).

(g) (No change).

(1)-(3) (No change).

(4) **THE PASS-THROUGH OF ANY COMPENSATION TO A MEMBER IN ACCORDANCE WITH THIS SUBPARAGRAPH (g) IS UNRELATED TO ANY OTHER CLAIMS FOR COMPENSATION THAT ARE MADE IN ACCORDANCE WITH, AND SUBJECT TO THE LIMITS OF, SUBPARAGRAPH (d)(3) OF THIS RULE [11.12]. ACCORDINGLY, ANY SUCH COMPENSATION MADE PURSUANT**

TO THIS PARAGRAPH (g) SHALL NOT REDUCE OR OTHERWISE AFFECT THE EXCHANGE'S LIABILITY LIMITS PURSUANT TO SUBPARAGRAPH (d)(1)-(3), OR ANY OTHER APPLICABLE INSURANCE MAINTAINED BY THE EXCHANGE.

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Rule 11.21. Compliance with Regulation NMS Plan to Implement a Tick Size Pilot Program

(No change).

(a) (No change).

(1)-(6) (No change).

(7) (No change).

(A) (No change).

(i) (No change).

1. (No change).

2. Simultaneously with the routing of the limit order identified as a Trade-at Intermarket Sweep Order, one or more additional limit orders, as necessary, are routed to execute against the full size of any protected bid, in the case of a limit order to sell, or the full displayed size of any protected offer, in the case of a limit order to buy, for the Pilot Security with a price that is better than or equal to the limit price of the limit order identified as a Trade-at Intermarket Sweep Order. These additional routed orders also must be marked as Trade-at Intermarket Sweep Orders.

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