

EXHIBIT 5

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

Bats EDGX Exchange Fee Schedule

Effective [~~November 18~~]December 1, 2016

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Footnotes:**¹Add Volume Tiers:**

The rebates to add provided by the below add volume tiers are applicable to the following fee codes: B, V, Y, 3, and 4.

Tier	Rebate Per Share to Add	Required Criteria
Mega Tier 1 - Investor Depth	(No change)	
[Cross- Asset Tier	(\$0.0028)	(1) Member has on EDGX Options an ADV in Firm orders \geq 0.15% of average OCV; and (2) Member has an ADAV \geq 0.12% of average TC.V.]
Single MPID Cross- Asset Tier	(No change.)	

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