

Exhibit 5

Note: Proposed new language is underlined. Proposed deletions are enclosed in [brackets].

**Rules of Bats EDGX Exchange, Inc.**

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**CHAPTER XXI. TRADING SYSTEMS**

## Rule 21.1. Definitions

(No change.)

(a)-(c) (No change.)

(d) The term “Order Type” shall mean the unique processing prescribed for designated orders that are eligible for entry into the System, and shall include:

(1)-(10) (No change.)

(11) A “Qualified Contingent Cross Order” is comprised of an originating order to buy or sell at least 1,000 standard option contracts that is identified as being part of a qualified contingent trade, as that term is defined in paragraph (A) below, coupled with a contra-side order or orders totaling an equal number of contracts. For purposes of this order type:

(A) A “qualified contingent trade” is a transaction consisting of two or more component orders, executed as agent or principal, where:

(i) at least one component is an NMS stock, as defined in Rule 600 of Regulation NMS under the Act;

(ii) all components are effected with a product or price contingency that either has been agreed to by all the respective counterparties or arranged for by a broker-dealer as principal or agent;

(iii) the execution of one component is contingent upon the execution of all other components at or near the same time;

(iv) the specific relationship between the component orders (e.g., the spread between the prices of the component orders) is determined by the time the contingent order is placed;

(v) the component orders bear a derivative relationship to one another, represent different classes of shares of the same issuer, or involve the securities of participants in mergers or with intentions to merge that have been announced or cancelled; and

(vi) the transaction is fully hedged (without regard to any prior existing position) as a result of other components of the contingent trade.

(B) Qualified Contingent Cross Orders may execute automatically on entry without exposure provided the execution: (i) is not at the same price as a Priority Customer Order resting in the EDGX Options Book; and (ii) is at or between the NBBO. Rule 22.12, related to exposure of orders on EDGX Options, does not apply to Qualified Contingent Cross Orders.

(C) Qualified Contingent Cross Orders will be cancelled if they cannot be executed.

(D) Qualified Contingent Cross Orders may only be entered in the standard increments applicable to the options class under Rule 21.5.

(e)-(i) (No change.)

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