

EXHIBIT 5

New language
[deleted language]

Boston Options Exchange Group LLC

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Fee Schedule

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Sec. 1 through 5 No Change.

Sec. 6 Compliance and Regulatory Fees

(a) No change.

(b) 1 through 4. No Change

(b) 5. Options Regulatory Fee - \$0.0030 per contract*

*[Effective January 1, 2010,] T[t]he Options Regulatory Fee will be assessed [by BOX]to each BOX Options Participant for all options transactions executed or cleared by the BOX Options Participant that are cleared by The Options Clearing Corporation (OCC) in the customer range regardless of the exchange on which the transaction occurs. Market Makers and Order Flow Providers will not be assessed the Fee until the firm has become a fully certified BOX Market Maker or Order Flow Provider, that has met and has satisfied certain minimum technological requirements necessary to be capable of commencing participation on BOX. The Options Regulatory Fee is collected indirectly from BOX Options Participants through their clearing firms by OCC on behalf of BOX.

Sec. 7 and 8 No Change.

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