Exhibit 5B

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

[BATS]Bats BYX Exchange Fee Schedule


* * * * *

BYX Book Viewer:*

Internal Distribution

| Distribution Fee - Non-Professional User Fee | (No Change). |

External Distribution

| Distribution Fee - Digital Media Enterprise Fee | (No Change). |

* Fees applicable for distribution other than viewing via a [BATS]Bats website.

* * * * *

[BATS]Bats One Feed

Internal Distributor

<table>
<thead>
<tr>
<th>[BATS]Bats One Summary</th>
<th>[BATS]Bats One Premium</th>
</tr>
</thead>
<tbody>
<tr>
<td>Distribution Fee - Non-Professional User Fee</td>
<td>(No change).</td>
</tr>
</tbody>
</table>

External Distributor

<table>
<thead>
<tr>
<th>[BATS]Bats One Summary</th>
<th>[BATS]Bats One Premium</th>
</tr>
</thead>
<tbody>
<tr>
<td>Distribution Fee - Digital Media Enterprise Fee</td>
<td>(No change).</td>
</tr>
</tbody>
</table>
* New External Distributor Credit. New External Distributors of the [BATS]Bats One Summary Feed will not be charged an External Distributor Fee for their first three (3) months in order to allow them to enlist new Users to receive the [BATS]Bats Summary One Feed.

** Each External Distributor will be eligible to receive a credit against its monthly Distributor Fee for the [BATS]Bats One Feed equal to the amount of its monthly User Fees up to a maximum of the Distributor Fee for the [BATS]Bats One Feed.

*** As an alternative to User fees, a recipient firm may purchase a monthly Enterprise license to receive the [BATS]Bats One Feed from an External Distributor for distribution to an unlimited number of Professional and Non-Professional Users. A recipient firm must pay a separate Enterprise Fee for each External Distributor that controls the display of the [BATS]Bats One Feed if it wishes such User to be covered by the Enterprise Fee.

**** (No change).

***** As an alternative to User fees, a recipient firm may purchase a monthly Digital Media Enterprise license to receive the [BATS]Bats One Feed from an External Distributor for distribution to an unlimited number of Users for viewing via television, websites, and mobile devices for informational and non-trading purposes only.

[BATS]Bats Connect:

***

Unicast Access – Order Entry:

***

The Unicast Access – Order Entry fee shall not be charged for bandwidth required to access [BATS]BZX, [BATS]BYX, EDGA, EDGX, BZX Options, and EDGX Options.