

EXHIBIT 5

(additions are underlined; deletions are [bracketed])

\* \* \* \* \*

C2 Options Exchange, Incorporated Rules

\* \* \* \* \*

**Rule 6.52. Solicitation Auction Mechanism**

A Participant that represents agency orders may electronically execute orders it represents as agent (“Agency Order”) against solicited orders provided it submits the Agency Order for electronic execution into the solicitation auction mechanism (the “Auction”) pursuant to this Rule.

(a) Auction Eligibility Requirements. A Participant (the “Initiating Participant”) may initiate an Auction provided all of the following are met:

(1) The Agency Order is in a class designated as eligible for Auctions as determined by the Exchange and within the designated Auction order eligibility size parameters as such size parameters are determined by the Exchange (however, the eligible order size may not be less than 500 standard option contracts or 5,000 mini-option contracts);

(2) – (3) No changes.

(b) No changes.

*. . . Interpretations and Policies:*

**.01 - .03** No changes.

\* \* \* \* \*