

EXHIBIT 5

(additions are underlined; deletions are [bracketed])

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**C2 OPTIONS EXCHANGE, INCORPORATED
FEES SCHEDULE
AUGUST 1, 2014**

11. Facility Fees

A) PULSe Workstation

1. Workstation	.. \$350/month (per Permit Holder workstation for the first 10)* \$100/month (per each additional Permit Holder workstation) \$350/month (per non-Permit Holder workstation)**
2. Away-Market Routing	\$0.02 (per executed contract or share equivalent)
3. Away-Market Routing Intermediary	\$0.02/\$0.03 (per executed contract or share equivalent)***
4. C2 Routing	\$0.02/\$0.03 (per executed contract or share equivalent)****
5. PULSe-to-PULSe Routing	\$50/month (per receiving TPH)
6. COB Feed Fee	\$50/month (per login ID)

* The fee is waived for the first month for the first new user of a TPH. The fee is waived for the first two months for all new users of a TPH between August 1, 2014 and December 31, 2014. The fee is waived for the month of August 2014 for all users that became new users in July 2014.

** The fee is waived for the first month for the first new user of a non-TPH. The fee is waived for the first two months for all new users of a non-TPH between August 1, 2014 and December 31, 2014. The fee is waived for the month of August 2014 for all users that became new users in July 2014. If two or more Permit Holders make a PULSe workstation available to the same non-broker-dealer customer or to the same non-Permit Holder broker-dealer, the non-Permit Holder workstation fee payable by each Permit Holder will be reduced to \$250 per month per workstation.

*** This fee is payable by a Routing Intermediary and only applicable for away-market routing from any PULSe workstation for which it serves as the Routing Intermediary. The fee is \$0.02 per contract or share equivalent for the first 1 million contracts or share equivalent executed in a month for executions on all away markets aggregated across all such PULSe workstations, and \$0.03 per contract or share equivalent for each additional contract or share equivalent executed in the same month on all away markets.

**** This fee is payable by a TPH and only applicable for routing to C2 from non-TPH PULSe workstations made available by the TPH. The fee is \$0.02 per contract or share equivalent for the first 1 million contracts or share equivalent executed in a month on C2 that originate from non-TPH PULSe workstations made available by the TPH, and \$0.03 per contract or share equivalent for each additional contract or share equivalent executed on C2 in the same month from non-TPH PULSe workstations made available by the TPH.

After three months, all fees as assessed by the Exchange are considered final by the Exchange.