

EXHIBIT 5

(additions are underlined; deletions are [bracketed])

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**C2 Options Exchange, Incorporated
Rules**

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Rule 8.9. Deleted. [Limitations on Dealings

Market-Makers shall maintain information barriers that are reasonably designed to prevent the misuse of material, non-public information with any affiliates that may conduct a brokerage business in option classes registered to the Market-Maker or that may act as specialist or market-maker in any security underlying options registered to the Market-Maker, and otherwise comply with the requirements of CBOE Rule 4.18 regarding the misuse of material non-public information.]

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Rule 8.21. Deleted. [Limitations on Dealings of DPMs and Affiliated Persons of DPMs

A DPM shall maintain information barriers that are reasonably designed to prevent the misuse of material, non-public information with any affiliates that may conduct a brokerage business in option classes allocated to the DPM or act as a specialist or market-maker in any security underlying options allocated to the DPM, and otherwise comply with the requirements of CBOE Rule 4.18 regarding the misuse of material non-public information. A DPM shall provide its information barriers to the Exchange and obtain prior written approval.]

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