

EXHIBIT 5

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

EDGX Exchange Fee Schedule

Effective July [1]6, 2015

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Fee Codes and Associated Fees:

Fee Code	Description	Fee/(Rebate) Securities at or above \$1.00	Fee/(Rebate) Securities below \$1.00
10 – A	(No change.)		
[AA	Midpoint Match Cross (same MPID)	0.00120	0.15% of Dollar Value
AM ¹²	Adds liquidity at the midpoint of the NBBO using: (1) an order with a Non-Displayed instruction; or (2) an order with a Discretionary Range instruction	FREE	FREE]
B ^{1,2} – HA	(No change.)		
<u>HI^{11,12}</u>	<u>Non-displayed order that receives price improvement, adds liquidity</u>	<u>FREE</u>	<u>FREE</u>
I – L	(No change.)		
MM ^[11]	[Adds liquidity at midpoint of NBBO using: (1) a MidPoint Match order; (2) an order with a Hide Not Slide instruction; or (3) an order with a Non-Displayed instruction] <u>Non-displayed order, adds liquidity using MidPoint Peg</u>	[0.00120][0.00150]	(0.00003)
[MT ¹³	Removes liquidity at the midpoint of the NBBO using: (1) a MidPoint Match order; (2) an order with a Hide Not Slide instruction; or (3) an order with a Non-Displayed and Post Only instruction that receives price improvement relative to its limit price	0.00120	0.30% of Dollar Value]
N - V ¹	(No change.)		
<u>VI</u>	<u>Displayed order subject to price sliding that receives price improvement, adds liquidity</u>	<u>FREE</u>	<u>FREE</u>

W - ZR ⁴	(No change.)		
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Footnotes:

^{1 - 10} (No change.)

¹¹ An order with a Non-Displayed instruction will receive fee code MM where it receives price improvement relative to its limit price and it executes against the following orders that receive fee code MT: a MidPoint Match order, an order with a Hide Not Slide instruction and Post Only instruction when the difference between the NBB and NBO is \$0.01, or an order with a Non-Displayed and Post Only instruction.

¹² An order that adds liquidity at the midpoint of the NBBO using an order with a Non-Displayed instruction will receive fee code AM where it receives no price improvement relative to its limit price and executes against the following orders that receive fee code MT: a MidPoint Match order or an order with a Non-Displayed and Post Only instruction. An order that adds liquidity at the midpoint of the NBBO using an order with a Discretionary Range instruction will receive fee code AM where it executes against a MidPoint Match order.

¹³ An order with a Hide Not Slide instruction that removes liquidity at the midpoint of the NBBO will receive fee code MT if such order also contains a Post Only instruction and the difference between the NBB and NBO is \$0.01. The Exchange will charge the standard fee to remove liquidity to any order with a Hide Not Slide instruction that does not contain a Post Only instruction and to any order with a Hide Not Slide and Post Only instruction that removes liquidity at the midpoint of the NBBO when the difference between the NBB and NBO is larger than \$0.01.]

¹¹ The fee for adding non-displayed liquidity does not apply to the Reserve Quantity of an order or an order with a Discretionary Range instruction.

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