

Exhibit 5 - Text of the Proposed Rule Change

Underlining indicates additions; [Brackets] indicate deletion

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**Nasdaq GEMX
Schedule of Fees**

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IV. Access Services

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E. Port Fees

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4. Ports*

SQF Port Fee:	\$0 per port per month
SQF Purge Port Fee:	\$0 per port per month
OTTO Port Fee:	\$0 per port per month
CTI Port Fee:	\$0 per port per month
FIX Port Fee:	\$0 per port per month
FIX Drop Port Fee:	\$0 per port per month
Disaster Recovery Port Fee:	\$0 per port per month
[ITTO] <u>Market Data</u> Port Fee:	\$0 per port per month

* The connectivity provided under this section applies to ports used to connect to the re-platformed Nasdaq GEMX trading system.

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