

**EXHIBIT 5**

Deleted text is [bracketed]. New text is underlined.

**Nasdaq ISE Schedule of Fees**

\* \* \* \* \*

**II. Complex Order Fees and Rebates<sup>(12) (15)</sup>****Priority Customer Rebates**

<b>Priority Customer Complex Tier<sup>(7) (13) (16)</sup></b>	<b>Total Affiliated Member Complex Order Volume (Excluding Crossing Orders and Responses to Crossing Orders) Calculated as a Percentage of Customer Total Consolidated Volume</b>	<b>Rebate for Select Symbols<sup>(1)</sup></b>	<b>Rebate for Non- Select Symbols<sup>(1)(4)</sup></b>
Tier 1	0.000% - 0.200%	(\$0.25)	(\$0.40)
Tier 2	Above 0.200% - 0.400%	(\$0.30)	(\$0.55)
Tier 3	Above 0.400% - 0.600%	(\$0.35)	(\$0.70)
Tier 4	Above 0.600% - 0.800%	(\$0.40)	(\$0.75)
Tier 5	Above 0.800% - 1.000%	(\$0.45)	(\$0.80)
Tier 6	Above 1.000% - 1.600%	(\$0.46)	(\$0.80)
Tier 7	Above 1.600% - 2.000%	(\$0.48)	(\$0.80)
Tier 8	Above 2.000% - [3.500] <u>3.250</u> %	(\$0.50)	(\$0.85)
Tier 9	Above [3.500] <u>3.250</u> %	(\$0.50)	(\$0.85)

\* \* \* \* \*

5. [Nasdaq ISE Market Makers making or taking liquidity receive a discount of \$0.02 when trading against Priority Customer orders preferred to them in the Complex Order Book in equity options that are able to be listed and traded on more than one options

exchange. This discount does not apply to FX Options Symbols or to option classes designated by the Exchange to receive a guaranteed allocation pursuant to Nasdaq ISE Rule 722(b)(3)(i)(B).]Reserved.

\* \* \* \* \*