EXHIBIT 5

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

**NASDAQ Stock Market Rules**

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7030. Other Services

(a) – (c) No change.

(d) Nasdaq Testing Facilities

Nasdaq operates two test environments. One is located in Ashburn, Virginia and the other in Carteret, New Jersey. Unless otherwise noted, reference to the “Nasdaq Testing Facility” or “NTF” applies to both environments.

(1) The following fees are assessed for access to the Nasdaq Testing Facility:

(A) – (B) No change.

(C) Subscribers to the Nasdaq Testing Facility located in Carteret, New Jersey shall pay a fee of $1,000 per hand-off, per month for connection to the NTF. The hand-off fee includes either a 1Gb or 10Gb switch port and a cross connect to the NTF. Subscribers shall also pay a one-time installation fee of $1,000 per handoff[ ], which is waived for all installations ordered prior to March 31, 2014].

The connectivity provided under this rule also provides connectivity to the other test environments of NASDAQ OMX BX, Inc. and NASDAQ OMX PHLX LLC.

(2) No change.

(3) The foregoing fees shall not apply to testing occasioned by:

(A) [new or ]enhanced services and/or software provided by Nasdaq, except if more than 30 calendar days has elapsed since the subscriber notified Nasdaq of the commencement of testing of such Nasdaq service and/or software;

(B) modifications to software and/or services initiated by Nasdaq in response to a contingency, except if more than 30 calendar days have elapsed since the subscriber notified Nasdaq of the commencement of testing of such Nasdaq service and/or software; or

(C) testing by a subscriber of a Nasdaq service that the subscriber has not used previously, except if more than [30]60 calendar days have elapsed since the subscriber
notified Nasdaq of the commencement of [commenced the] testing of such Nasdaq service.

(4) – (7) No change.

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