

Exhibit 5

Additions underlined.
 Deletions [bracketed].

NYSE AMEX OPTIONS FEE SCHEDULE*

*NYSE Amex Options is the options trading facility of NYSE Amex, LLC

Last Updated: [October 5] December 1, 2011

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[CANCELLATION FEE ^{8,13}	\$1.50 per cancelled order]				
LIMIT OF FEES ON OPTIONS STRATEGY EXECUTIONS	\$750 cap on transaction fees for Strategy Executions involving (a) reversals and conversions, (b) dividend spreads, (c) box spreads (d) short stock interest spreads, (e) merger spreads, and (f) jelly rolls. ¹⁹¹⁸ The cap applies to all Strategy Execution executed on the same trading day in the same option class. Transaction fees for Strategy Executions are further capped at \$25,000 per month per initiating firm. All Royalty fees associated with Strategy Executions on Index and Exchange Traded Funds will be passed through to trading participants on the Strategy Executions on a pro-rata basis. These Royalty fees will not be included in the calculation of the \$750 per trade cap or the \$25,000 per month strategy fee cap. Manual Broker Dealer and Firm Proprietary Strategy trades that do not reach the \$750 cap will be billed at \$0.25 per contract. FLEX Option trades are not eligible for strategy treatment. Any qualifying Strategy Execution executed as a Qualified Contingent Cross order will not be eligible for this fee cap.				
MARKETING CHARGE ⁹ 10[11]	\$0.65 per contract side on transactions in non Penny Pilot issues where market makers trade against electronic customer orders. \$0.25 per contract side on transactions in Penny Pilot issues where market makers trade against electronic customer orders.				
ROYALTY FEES ¹¹²¹¹	<table border="1"> <tr> <td data-bbox="846 1818 997 1854">MNX, NDX</td> <td data-bbox="1300 1818 1369 1854">\$0.22</td> </tr> <tr> <td data-bbox="846 1860 1159 1894">Russell 2000 Index (RUT)</td> <td data-bbox="1300 1860 1369 1894">\$0.15</td> </tr> </table>	MNX, NDX	\$0.22	Russell 2000 Index (RUT)	\$0.15
MNX, NDX	\$0.22				
Russell 2000 Index (RUT)	\$0.15				

KBW Bank Index (BKX)	\$0.10
All other premium products, ETFs	\$0.00

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**NYSE AMEX OPTIONS:
EXCESSIVE
BANDWIDTH UTILIZATION FEES**

<u>ORDER TO TRADE RATIO FEE^{[13]12}</u>	<u>Monthly Order to Execution Ratio</u>	<u>Monthly Charge</u>
	Between 10,000 and 14,999 to 1	\$5,000
	Between 15,000 and 19,999 to 1	\$10,000
	Between 20,000 and 24,999 to 1	\$20,000
	25,000 to 1 and greater	\$35,000

MESSAGES TO CONTRACTS TRADED RATIO FEE^{[13]12} \$0.01 per 1,000 messages in excess of 1 billion messages in a calendar month if the ATP [f]Firm does not execute at least 1 contract for every 1,500-3,000 messages entered, as determined by the Exchange. The Exchange shall notify ATP [f]Firms of any change to the number of messages entered to be used to calculate the Fee at least one business day in advance of such change via an Information Memo and such number shall be applicable in the following calendar month and thereafter until changed. [The Exchange may exclude one or more days of data for purposes of calculating the Messages Fee for an ATP firm if the Exchange determined, in its sole discretion, that one or more ATP Firms or the Exchange was experiencing a bona fide systems problem.]

<u>CANCELLATION FEE^{12, 13}</u>	<u>\$1.50 per cancelled order</u>
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¹⁸ A fee of \$1.50 will be assessed to an executing clearing member for each cancelled public customer order (origin code “C”) in excess of the number of public customer orders that the executing clearing member executes in a month for itself or for a correspondent firm. All public customer options orders from the same executing clearing member for itself or for such correspondent firm executed in the same series on the same side of the market at the same price within a 300 second period will be aggregated and counted as one executed order for purposes of this fee. This fee shall not apply: (i) if an executing clearing member cancels less than 500 public customer orders in a month for itself or for a correspondent firm; and (ii) to cancelled orders that improve the Exchange's prevailing bid-offer (BBO) market at the time the orders are received. This fee does not apply to Professional Customer orders.]

¹⁹(a) Reversals and Conversions. A “reversal” is established by combining a short security position with a short put and a long call position that shares the same strike and expiration. A “conversion” is established by combining a long position in the underlying security with a long put and a short call position that shares the same strike and expiration.

(b) Dividend Spread. A “dividend spread” is defined as transactions done to achieve a dividend arbitrage involving the purchase, sale and exercise of in-the-money options of the same class, executed prior to the date on which the underlying stock goes ex-dividend.

(c) Box spread. A “box spread” is defined as transactions involving a long call option and a short put option at one strike, combined with a short call option and long put at a different strike, to create synthetic long and synthetic short stock positions, respectively.

(d) Short stock interest spread. A “short stock interest spread” is defined as transactions done to achieve a short stock interest arbitrage involving the purchase, sale and exercise of in-the-money options of the same class.

(e) Merger spread. A “merger spread” is defined as transactions done to achieve a merger arbitrage involving the purchase, sale and exercise of options of the same class and expiration date, each executed prior to the date on which shareholders of record are required to elect their respective form of consideration, i.e., cash or stock.

(f) Jelly rolls. A “jelly roll” is created by entering into two separate positions simultaneously. One position involves buying a put and selling a call with the same strike price and expiration. The second position involves selling a put and buying a call, with the same strike price, but with a different expiration from the first position.

¹⁰Marketing charges are collected on electronic public customer orders from market makers who trade with that order. Broker Dealer and Professional Customer electronic

orders that trade contra to a market maker will not result in the collection of marketing charges.

^[11]¹⁰ This footnote applies only to marketing charges. The pool of monies resulting from the collection of marketing charges on electronic non-Directed Order flow will be controlled by the Specialist or the e-Specialist with superior volume performance over the previous quarter for distribution by the Exchange at the direction of such Specialist or e-Specialist to eligible payment accepting firms. In making this determination the Exchange will, on a class by class basis, evaluate Specialist and e-Specialist performance based on the number of electronic contracts executed at NYSE Amex per class. The Specialist/e-Specialist with the best volume performance will control the pool of marketing charges collected on electronic non-Directed Order flow for these issues for the following quarter. The pool of monies resulting from collection of marketing charges on electronic Directed Order flow will be controlled by the NYSE Amex Options Market Maker to which the order was directed and distributed by the Exchange at the direction of such NYSE Amex Options Market Maker to payment accepting firms. An ATP Holder that submits an Electronic Complex Order to the Exchange may designate an NYSE Amex Options Market Maker to receive the marketing charge and the pool of monies resulting from the collection of such marketing charges will be distributed by the Exchange at the direction of such NYSE Amex Options Market Maker to payment accepting firms. If an ATP Holder submits an Electronic Complex Order to the Exchange without designating an NYSE Amex Options Market Maker, the pool of monies resulting from the collection of such marketing charges will be distributed in the same manner as non-Directed Order flow, as described above.

^[12]¹¹ Assessed on a per contract basis for firm, broker/dealer, Market Maker, and Professional Customer transactions. Customer volumes will not be subject to any royalty fees, license fees or premium product fees of any type. Please refer to “Limit of Fees on Options Strategy Executions” section of this schedule for information regarding Royalty Fees associated with Options Strategy Executions.

^[13]¹² The Order to Trade Ratio Fee is calculated on a monthly basis. Orders that improve the Exchange's prevailing best bid-offer (BBO) market at the time the orders are received will not be included in the order to execution ratio. For purposes of the Messages to Contracts Traded Ratio Fee, a “message” is defined as a quote and/or an order. In calculating the Messages to Contracts Traded Ratio Fee, the Exchange will aggregate routing and market making activity in the case of an ATP [f]Firm that has both a routing and a market making arm affiliated with its operation and will apply a 70% common ownership test to determine if such an affiliation exists. The Order to Trade Ratio Fee and the Messages to Contracts Traded Ratio Fee are referred to collectively as the Excessive Bandwidth Utilization Fees. In the event that an ATP [f]Firm is liable for either or both of the Excessive Bandwidth Utilization Fees and/or for charges pursuant to the Cancellation Fee in a given month, that firm would only be charged the largest one of those three fees for the month. The Exchange may exclude one or more days of data for purposes of calculating the Excessive Bandwidth Utilization Fees or Cancellation Fee for

an ATP Firm if the Exchange determines, in its sole discretion, that one or more ATP Firms or the Exchange was experiencing a bona fide systems problem.

¹³ A fee of \$1.50 will be assessed to an executing clearing member for each cancelled public customer order (origin code "C") in excess of the number of public customer orders that the executing clearing member executes in a month for itself or for a correspondent firm. All public customer options orders from the same executing clearing member for itself or for such correspondent firm executed in the same series on the same side of the market at the same price within a 300 second period will be aggregated and counted as one executed order for purposes of this fee. This fee shall not apply: (i) if an executing clearing member cancels less than 500 public customer orders in a month for itself or for a correspondent firm; and (ii) to cancelled orders that improve the Exchange's prevailing bid-offer (BBO) market at the time the orders are received. This fee does not apply to Professional Customer orders.

¹⁴ The term "Non-NYSE Amex Options Market Maker" means a market maker as defined in Section 3(a)(38) of the Securities and Exchange Act of 1934 registered in the same option class on another exchange.

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