

EXHIBIT 5

Additions underscored
 Deletions [bracketed]

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
 FOR EXCHANGE SERVICES**

NYSE Arca EQUITIES: LISTING FEES

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LISTING FEES

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6. Structured Products⁴

Through December 31, 2012, [T]these fees apply each time an issuer lists Structured Products, as well as to the subsequent listing of additional shares of such listed products. Effective January 1, 2013, these fees shall apply when an issuer initially lists a series of a Structured Product and shall not apply to subsequent listing of additional shares of such listed products. The Exchange treats each series of securities listed as Structured Products as a separate issue.

Shares Outstanding	Fee
Up to 1 million	\$ 5,000
1+ to 2 million	10,000
2+ to 3 million	15,000
3+ to 4 million	20,000
4+ to 5 million	25,000
5+ to 6 million	30,000
6+ to 7 million	30,000
7+ to 8 million	30,000

⁴ “Structured Products” are defined as securities listed under Rule 5.2(j)(1) (Other Securities), 5.2(j)(2) (Equity Linked Notes); Rule 5.2(j)(4) (Index-Linked Exchangeable Notes); Rule 5.2(j)(6) (Equity Index-Linked Securities, Commodity-Linked Securities, Currency-Linked Securities, Fixed Income Index-Linked Securities, Futures-Linked Securities and Multifactor Indexed-Linked Securities); Rule 5.2(j)(7) (Trust Certificates); Rule 8.3 (Currency and Index Warrants); and Rule 8.400 (Paired Trust Shares).

8+ to 9 million	30,000
9+ to 10 million	32,500
10+ to 15 million	37,500
in excess of 15 million	45,000

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