

EXHIBIT 5Additions underscored

Deletions [bracketed]

NYSE Arca Options Fees and Charges**Effective Date:** [April]June 1, 2014**NYSE Arca GENERAL OPTIONS and TRADING PERMIT (OTP) FEES**

Lead Market Maker Rights ²	Average National Daily Customer Contracts	Monthly Issue Fee
This tier shall apply to a new option listed on the Exchange on or after October 1, 2013, except that the Monthly Issue Fee for the next highest tier shall apply during the first six months after listing on the Exchange if the option is not listed on any other market as of the date of listing. This tier shall also apply to an option that was listed on the Exchange before October 1, 2013 that is reallocated to a new Lead Market Maker on or after October 1, 2013. Otherwise, the Lead Market Maker for an option listed before October 1, 2013 with average national daily Customer contracts of 0 to 100 is subject to the Monthly Issue Fee for the next highest tier.	0 to 100	\$125
	101 to 1,000	\$45
	1,001 to 2,000	\$75
	2,001 to 5,000	\$200
	5,001 to 15,000	\$375
	15,001 to 100,000	\$750
	Over 100,000	\$1,500

2. This fee is in addition to the Market Maker Fee and will be billed on a per issue basis to the OTP Firm acting as LMM in the issue. This fee will not apply to Interim LMMs acting in accordance with Rule 6.82(b)(4). This fee will not apply to issues that have been designated as "closing only" and are subject to delisting by the Exchange. In calculating the Rights Fee, each Mini contract traded will count the same as one standard contract that has traded. Effective until December 31, 2014, LMMs allocated 400 or more qualifying issues will receive a 50% discount on their LMM Rights Fees.
