

**EXHIBIT 5**

Additions underscored  
 Deletions [bracketed]

NYSE MKT Equities  
 Price List 2014[3]

**Last Updated: [December 16, 2013] January 27, 2014**

**Equity Transaction Fees and Credits for Listed Securities<sup>1</sup>**

**Transactions in Securities with a Per Share Price of \$1.00 or More**

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Equity per Share Charge<sup>3</sup> for all Midpoint Passive Liquidity (“MPL”) orders that remove liquidity from the Exchange..... \$0.0028

Equity per Share Credit for all MPL orders that add liquidity to the Exchange..... \$0.0016

Equity per Share Charge<sup>3</sup> for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction (except floor brokers)..... \$0.0028

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**Fees and Credits applicable to Designated Market Makers on Transactions in Securities with a Per Share Price of \$1.00 or more**

Equity Per Share Charge<sup>3</sup> when taking liquidity from the Exchange..... \$0.0016; or \$0.0028 if an MPL order

Equity Per Share Credit<sup>6</sup> when adding liquidity to the Exchange if the consolidated average daily volume (“CADV”)<sup>7</sup> in all Exchange-listed stocks during the current month is equal to or greater than 135 million shares per day ..... \$0.0042; or \$0.0016 if an MPL order

Equity Per Share Credit<sup>6</sup> when adding liquidity to the Exchange if the CADV<sup>7</sup> in all Exchange-listed stocks during the current month is less than 135 million shares per day..... \$0.0045; or \$0.0016 if an MPL order

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<sup>1-11</sup> No change.



**Fees and Credits applicable to Designated Market Makers (DMMs) for Transactions in Nasdaq Securities**

	<b>Share Price \$1.00 or more</b>	<b>Share Price below \$1.00</b>
Equity per Share Credit <sup>11</sup> - per transaction - when adding liquidity .....	\$0.0040; <u>or</u> \$0.0025 if an <u>MPL order</u>	0.20% of total dollar value of the transaction

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**Fees and Credits applicable to Supplemental Liquidity Providers (SLPs) for Transactions in Nasdaq Securities**

	<b>Share Price \$1.00 or more</b>	<b>Share Price below \$1.00</b>
Equity per Share Credit - per transaction - when adding liquidity, if SLP meets quoting requirement pursuant to Rule 107B .....	\$0.0030; <u>or</u> \$0.0025 if an <u>MPL order</u>	Not Applicable

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Equity per Share Credit – per transaction for displayed liquidity – when adding liquidity in orders that originally display a minimum of 2,000 shares with a trading price of at least \$5.00 per share, for as long as the order is not cancelled in an amount that would reduce the original displayed amount below 2,000 shares.....	\$0.0035; <u>or</u> \$0.0025 if an <u>MPL order</u>	Not Applicable
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