

EXHIBIT 5

NEW TEXT IS UNDERLINED; DELETED TEXT IS IN BRACKETS.

**NASDAQ OMX PHLX LLC
PRICING SCHEDULE**

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VII. OTHER MEMBER FEES

C. FINRA Fees

Continuing Education Fee	\$75.00
<ul style="list-style-type: none"> The Continuing Education Fee will be assessed as to each individual who is required to complete the Regulatory Element of the Continuing Education Requirements pursuant to Exchange Rule 640. This fee is paid directly to FINRA. 	

FINRA, on behalf of the Exchange, will bill and collect these fees

The following fees will be collected and retained by FINRA via the Web CRD registration system for the registration of associated persons of Exchange members that are not also FINRA members:

- (1) \$85 for each initial Form U4 filed for the registration of a representative or principal;
- (2) \$95 for the additional processing of each initial or amended Form U4 or Form U5 that includes the initial reporting, amendment, or certification of one or more disclosure events or proceedings;
- (3) \$30 annually for each of the member's registered representatives and principals for system processing;
- (4) \$13 for processing and posting to the CRD system each set of fingerprints submitted by the member, plus a pass-through of any other charge imposed by the United States Department of Justice for processing each set of fingerprints; and
- (5) \$13 for processing and posting to the CRD system each set of fingerprint results and identifying information that has been processed through a self-regulatory organization other than FINRA.

[FINRA CRD Processing Fee (Paid directly to FINRA for all initial, transfer, relicense and dual registration Form U4 filings)]	[\$85]
[FINRA Disclosure Processing Fee (applicable to Form U4, Form U5 and amendments thereto, will be paid directly to FINRA for all registration, transfer or termination filings with new or amended disclosure information or that require certification, as well as any amendment to disclosure information. This fee applies to any filing containing a disclosure that was not previously disclosed on Web CRD)]	[\$95]
[FINRA Annual System Processing Fee (assessed only during renewals and is paid directly to FINRA)]	[\$30]
[FINRA Fingerprint Card Processing Fee – 1st Submission (for first card submissions and is paid directly to FINRA)]	[\$30.25]
[FINRA Fingerprint Card Processing Fee – 2nd submission (for second card submissions and is paid directly to FINRA)]	[\$13]
[FINRA Fingerprint Card Processing Fee– 3rd submission (for third card submissions and is paid directly to FINRA)]	[\$30.25]
[FINRA Processing Fee for Fingerprint Results (applies to results submitted by other self-regulatory organizations; this fee is paid directly to FINRA.)]	[\$13]

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