

**EXHIBIT 5**

Deleted text is [bracketed]. New text is underlined>.

**Nasdaq PHLX Rules**

\* \* \* \* \*

**Equity 7 Pricing Schedule**

\* \* \* \* \*

**Section 3 Nasdaq PSX Fees**

\* \* \* \* \*

**Order Execution and Routing**

(a) No change.

(1) No change.

(2) Fees for Routing of Orders in All Securities

Charge to member organization entering PSTG or PSCN order that executes in a venue other than the Nasdaq PSX System:	\$0.0030 per share executed at NYSE
	\$0.0000 per share executed at Nasdaq BX
	\$0.0030 per share executed in other venues
Charge to member organization entering PMOP order that executes in a venue other than the Nasdaq PSX System:	\$0.0035 per share executed at NYSE
	\$0.0035 per share executed at venues other than NYSE
Charge to member organization entering PTFY order that executes in a venue other than the Nasdaq PSX System:	\$0.0030 per share executed at NYSE
	\$0.0007 per share executed at venues other than NYSE, Nasdaq or Nasdaq BX
	\$0.0030 per share executed at Nasdaq
	\$0.0000 per share executed at Nasdaq BX
Charge to member organization entering PCRT order that executes in a venue other than the Nasdaq PSX System:	\$0.0030 per share executed at Nasdaq
	\$0.0000 per share executed at Nasdaq BX
Charge to member organization entering XDRK order that executes in a venue other	\$0.0007 per share executed

than the Nasdaq PSX System:

Charge to member organization entering  
XCST order that executes in a venue other  
than the Nasdaq PSX System:

\$0.0000 per share executed at Nasdaq BX

\$0.0007 per share for shares executed at a  
venue other than Nasdaq BX

Charge or credit to member organization  
entering SCAR order that executes in a  
venue other than the Nasdaq PSX System:

Charge of \$0.00295 per share for orders  
executed at Nasdaq

Credit of \$0.0015 per share for orders  
executed at Nasdaq BX in securities in  
Tapes A and C

Credit of \$0.0026 per share for orders  
executed at Nasdaq BX in Tape B securities

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