

**EXHIBIT 5**

**Additions underlined**

**Deletions [bracketed]**

**EDGX Exchange Fee Schedule – Effective February [January] 1, 2013**

**Download in pdf format.**

\* \* \* \* \*

[Effective August 10, 2010]

Physical Connectivity Fees:

Effective February 1, 2013

Members and non-members [can choose either an annual or] must pay a monthly fee for physical connectivity per the table below:

| Connection Service Type | [Annual Fee per Physical Port] | Monthly Fee per Physical Port[*] |
|-------------------------|--------------------------------|----------------------------------|
| 1 Gb Copper             | [\$5,000]                      | \$500                            |
| 1 Gb Fiber              | [\$7,500]                      | \$750                            |
| 10 Gb Fiber             | [\$10,000]                     | \$1,000                          |

[\*Effective January 1, 2011]