

EXHIBIT 5

Proposed new language is underlined; proposed deletions are in [brackets].

Bats EDGX Exchange Fee Schedule

Effective [~~April 11~~]May 2, 2016

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Footnotes:

¹(No change).

²Tape B Volume Tiers:

The rebates to add provided by the below tiers are applicable to the following fee codes: B and 4.

<u>Tier</u>	Rebate per share to Add	Required Criteria
<u>Tape B Volume Tier 1</u>	(\$0.0027) [for orders yielding fee codes B and 4]	Member adds an ADV of at least 0.02% of the TCV in Tape B securities.
<u>Tape B Volume Tier 2</u>	<u>(\$0.0030)</u>	<u>Member adds an ADV of at least 0.15% of the TCV in Tape B securities</u>

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