EXHIBIT 5

New language
[deleted language]

BOX Options Exchange
Fee Schedule

[January] March 2013

Section I. Exchange Fees

No change.

Section II. Liquidity Fees and Credits

Liquidity fees and credits shall apply to all classes on BOX (unless explicitly stated otherwise) and shall be applied in addition to any applicable exchange transaction fees as described above in Section I of this Fee Schedule.

Orders that add liquidity to the BOX Book will be charged a transaction fee upon execution. Any order, including an order with a Fill and Kill designation, which executes against an order that is being exposed before being placed on the BOX Book, will be considered to add liquidity. Orders which add liquidity will be charged a fee as described below.

Any order, including an order with a Fill and Kill designation, which removes liquidity by trading immediately upon entry to the BOX Book or following its exposure as part of NBBO filtering, will receive a credit as described below.

A. PIP Transactions

- PIP Transactions are subject to the fees and credits of this Section II A, according to the following table, and shall be applied in addition to any applicable exchange fees as described in Section I of this Fee Schedule.
- PIP Orders shall receive the "removal" credit and Improvement Orders will be charged the "add" fee.
- Fees and credits in this Section II A will be operative on a pilot basis until [February 28] August 31, 2013.

PIP Transactions	Fee for Adding Liquidity (All Account Types)	Credit for Removing Liquidity (All Account Types)
Minimum Price Variation of 1 Cent (Penny Pilot classes where trade price is less than $3.00, and all series in QQQ, SPY & IWM)	$0.30	($0.30)
Minimum Price Variation > 1 Cent (All Non-Penny Pilot classes and Penny Pilot classes where trade price is equal to or greater than $3.00, excluding QQQ, SPY & IWM)	$0.75	($0.75)

B. through D. No change.

Section III. through V. No change.

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