EXHIBIT 5

New language
[deleted language]

BOX Options Exchange
Fee Schedule

March 2013

Section I. Exchange Fees

Auction Transactions[1]	Account Type			
	Public Customer	Professional Customer	Broker Dealer	Market Maker
PIP Order or Agency Order[2]	$0.00	$0.35 [$0.00]	$0.35	Based on ADV, see Section I B
Improvement Order in PIP[3]	$0.15	$0.35	$0.35	Based on ADV, see Section I B
Responses in the Solicitation or Facilitation Auction Mechanisms	$0.15	$0.35	$0.35	Based on ADV, see Section I B
Primary Improvement Order[4], Facilitation Order, or Solicitation Order	Based on ADV, see Section I A	Based on ADV, see Section I A	Based on ADV, see Section I A	Based on ADV, see Section I A
Non-Auction Transactions	$0.07	$.40 [$0.20]	$0.40	Based on ADV, see Section I B
Options Surcharge (per contract for options on Nasdaq-100® Index (NDX) and Mini-NDX® Index (MNX))	$0.00	$0.22	$0.22	$0.22

A. Auction Transaction Tiered Fee Schedule for Initiating Participant based upon Monthly Average Daily Volume ("ADV") in Auction Transactions

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[1] Auction Transactions are those transactions executed through Price Improvement Period ("PIP"), the Solicitation Auction mechanism, and Facilitation Auction mechanism.

[2] A PIP Order is a Customer Order (an agency order for the account of either a customer or a broker-dealer) designated for the PIP. An Agency Order is a block-size order that an Order Flow Provider seeks to facilitate as agent through the Facilitation Auction or Solicitation Auction mechanism.

[3] An Improvement Order is a response to a PIP auction.

[4] A Primary Improvement Order is the matching contra order submitted to the PIP on the opposite side of an agency order.

No change.

B. Tiered Fee Schedule for Market Makers based upon Monthly Average Daily Volume

No change.

Section II.   Liquidity Fees and Credits

A. through B.   No change.

C. Non-Auction Transactions

Non-Auction Transactions	Fee for Adding Liquidity (All Account Types)	Credit for Removing Liquidity (All Account Types)
Non-Penny Pilot Classes	$0.75 [$0.65]	($0.75) [($0.65)]
Penny Pilot Classes	$0.30 [$0.22]	($0.30) [($0.22)]

Section III. through V. No change.

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