

EXHIBIT 5

New language
[deleted language]

BOX Exchange Fee Schedule

Section I. Electronic Transaction¹ Fees

A. through B. No Change.

C. Facilitation and Solicitation Transactions¹⁰

Account Type	Agency Order ¹¹		Facilitation Order or Solicitation Order ¹²		Responses in the Solicitation or Facilitation Auction Mechanisms	
	Penny Interval Classes	Non-Penny Interval Classes	Penny Interval Classes	Non-Penny Interval Classes	Penny Interval Classes	Non-Penny Interval Classes
Public Customer	\$0.00	\$0.00	\$0.00	\$0.00	\$0.25	\$0.40
Professional Customer or Broker Dealer	\$0.00	\$0.00	\$0.15	\$0.15	\$0.25	\$0.40
Market Maker	\$0.00	\$0.00	\$0.15	\$0.15	\$0.25	\$0.40

1. Facilitation and Solicitation Transaction Rebate

A \$0.10 per contract rebate will be applied to Agency Orders executed through the Facilitation and Solicitation Auction Mechanisms where at least one party is a Non-Public Customer.

*Participants will be assessed the following fees for Facilitation and Solicitation Transactions in lieu of those described in the preceding table when the BOX Trading Floor is inoperable. The Facilitation and Solicitation Rebate identified in Section I.C.1.

¹ Orders initiated electronically, as opposed to orders initiated and presented on the Trading Floor in open outcry. For all volume threshold calculations within this fee schedule, a Participant's electronic and manual volume will be considered.

¹⁰ Transactions executed through the Solicitation Auction mechanism and Facilitation Auction mechanism.

¹¹ 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.

¹² Facilitation and Solicitation Orders are the matching contra orders submitted on the opposite side of the Agency Order.

will not apply when the BOX Trading Floor is inoperable. The Exchange will apply the following pricing changes for the duration of time the BOX Trading Floor is inoperable.

<u>Account Type</u>	<u>Agency Order</u>		<u>Facilitation Order or Solicitation Order</u>		<u>Responses in the Solicitation or Facilitation Auction Mechanisms</u>	
	<u>Penny Interval Classes</u>	<u>Non-Penny Interval Classes</u>	<u>Penny Interval Classes</u>	<u>Non-Penny Interval Classes</u>	<u>Penny Interval Classes</u>	<u>Non-Penny Interval Classes</u>
<u>Public Customer</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.50</u>	<u>\$1.15</u>
<u>Professional Customer or Broker Dealer</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.50</u>	<u>\$1.15</u>
<u>Market Maker</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.00</u>	<u>\$0.50</u>	<u>\$1.15</u>

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D. No Change.

Section II. Manual Transaction Fees¹⁶

No Change.

Section III. 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.

A. PIP and COPIP Transactions

No Change.

¹⁶ Orders initiated and presented on the Trading Floor in open outcry, as opposed to initiated electronically. Manual transactions consist of Qualified Open Outcry (“QOO”) Orders. All fees, rebates and applicable caps will apply to both sides of the paired QOO Order.

B. Facilitation and Solicitation Transactions

*Participants will not be assessed Liquidity Fees and Credits for Facilitation and Solicitation Transactions when the BOX Trading Floor is inoperable.

- Transactions within the Facilitation and Solicitation Auction mechanisms are subject to the fees and credits of this Section III B, according to the following table, and shall be applied in addition to any applicable Electronic Transaction fees as described in Section I of this Fee Schedule. Transactions in Section I.C.2 are exempt from the fees and credits of this Section III B.
- Agency Orders submitted to the Facilitation and Solicitation mechanisms that do not trade with their contra order shall receive the “removal” credit. Responses to Facilitation and Solicitation Orders executed in these mechanisms shall be charged the “add” fee.

	Fee for Adding Liquidity (All Account Types)	Credit for Removing Liquidity (All Account Types)
Non-Penny Interval Classes	\$0.75	(\$0.75)
Penny Interval Classes	\$0.25	(\$0.25)

C. No Change.

Section IV. through Section IX. No Change.