

EXHIBIT 5

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

Cboe BZX U.S. Equities Exchange Fee Schedule

Effective [March 1]April 2, 2018

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Fee Codes and Associated Fees:

| Fee Code | Description | Fee/(Rebate) |
|-------------------------------------|-------------------------------------|--------------------------|
| 10 ¹⁰ - G | (No change). | |
| HA ^{1,5,7} | Non-displayed order, adds liquidity | [(0.00170)] (0.00150) |
| HI ^{5,7} - ZR ⁶ | (No change). | |

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Footnotes:**1. Add Volume Tiers**

Applicable to the following fee codes: B, V and Y.

| Tier | Rebate Per Share to Add | Member has an ADAV as a percentage of TCV \geq |
|-----------------|-------------------------|--|
| Tier 1 - Tier 6 | (No change). | |

Applicable to the following fee codes: B, V and Y.

| Tier | Rebate Per Share to Add | Required Criteria |
|---|-------------------------|-------------------|
| Market Depth Tier - Cross-Asset Add Volume Tier 4 | (No change). | |

Applicable to the following fee code: HA.

| Tier | Rebate Per Share to Add | Required Criteria |
|--|-------------------------|--|
| <u>Non-Displayed Add Volume Tier 1</u> | (\$0.0018) | <u>Member adds an ADV \geq 0.05% of the TCV as Non-Displayed orders that yield fee codes HA or HI</u> |
| Non-Displayed Add Volume Tier [1]2 | (\$0.0020) | Member adds an ADV \geq [0.09]0.15% of the TCV as Non-Displayed orders that yield fee codes HA or HI |
| Non-Displayed Add Volume Tier [2]3 | (\$0.0025) | Member adds an ADV \geq [0.18]0.25% of the TCV as Non-Displayed orders that yield fee codes HA or HI |

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4. Single MPID Investor Tiers

Applicable to the following fee codes: B, V and Y.

| Tier | Rebate Per Share to Add | Required Criteria |
|-------------------|-------------------------|---|
| Tier | (No change). | |
| [Step-Up Add Tier | (\$0.0027) | MPID has a Step-Up ADAV from November 2016 \geq 750,000 shares] |

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13. Tape B Volume and Quoting Tiers

Applicable to the following fee code[s]: B.

| Tier | Rebate Per Share to Add | Required Criteria |
|---------|-------------------------|---|
| [Tier 1 | (\$0.0027) | Member has a Tape B ADAV as a percentage of TCV \geq 0.08%] |

LMMs in BZX-listed securities will receive the following additional rebate when adding displayed liquidity in all Tape B securities, except that such additional rebates will not be applied to the rebates set forth in footnote 14 part A:

| Tier | Additional Rebate Per Share to Add | Required Criteria |
|----------|------------------------------------|--|
| Tier [2] | (\$0.0001) | Member is enrolled in at least 50 LMP Securities for which it meets the following criteria for at least 50% of the trading days in the applicable month: (1) Member has a NBBO Time \geq 15% or a NBBO Size Time \geq 25%; and (2) Member has a Displayed Size Time \geq 90% |

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19. NBBO Setter Tiers

Applicable only to orders which establish a new NBBO and which are appended with fee codes B, V or Y.

| Tier | Additional Rebate Per Share to Add | Required Criteria |
|-------------------|---|---|
| [Tier 1 | (\$0.0001) | Member has a Setter Add TCV \geq 0.05%] |
| Tier [2] <u>1</u> | [(<u>\$0.0002</u>)] <u>(\$0.00015)</u> | Member has a Setter Add TCV \geq 0.10% |
| Tier [3] <u>2</u> | (\$0.0004) | Member has a Setter Add TCV \geq 0.15% |

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