**EXHIBIT 5**

Deleted text is [bracketed].  New text is <u>underlined</u>.


**Nasdaq GEMX Rules**


\* \* \* \* \*

*Supplementary Material to Rule 804*

\* \* \* \* \*

03. Anti-Internalization - Notwithstanding Rule 804(d)(1) above, quotes and orders entered by Market Makers [using the same member identifier ]will not be executed against quotes and orders entered on the opposite side of the market by the same market maker using the same [member ]<u>market participant</u> identifier<u>, or alternatively, if selected by the member, the same Exchange account identifier or member firm identifier</u>. In such a case, the system will cancel the resting quote or order back to the entering party prior to execution. This functionality shall not apply in any auction.

\* \* \* \* \*