

EXHIBIT 5

New text is underlined; deleted text is in brackets.

Nasdaq GEMX Rulebook

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IV. Connectivity Fees

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C. [Reserved] Ports and Other Services**[D. Reserved]****[E. Port Fees]**

The below charges are assessed by GEMX for connectivity to GEMX.

A port is a logical connection or session that enables a market participant to send inbound messages and/or receive outbound messages from the Exchange using various communication protocols. Fees are assessed in full month increments and are not prorated.

(i) The following order and quote protocols are available on GEMX.

<u>(1) FIX Port Fee²</u>	<u>\$650 per port, per month, per account number</u>
<u>(2) SQF Port Fee¹</u>	<u>\$1,250 per port per month</u>
<u>(3) SQF Purge Port Fee¹</u>	<u>\$1,250 per port per month</u>
<u>(4) OTTO Port Fee²</u>	<u>\$650 per port, per month, per account number</u>

(ii) The following order and execution information is available to Members.

<u>(1) CTI Port Fee²</u>	<u>\$650 per port, per month, per account number</u>
<u>(2) FIX DROP Port Fee²</u>	<u>\$650 per port, per month, per account number</u>
<u>(3) TradeInfo GEMX Interface</u>	<u>\$0 per user, per month</u>

(iii) The following data ports fees apply in connection with data subscriptions pursuant to GEMX Rules at Chapter V. These ports are available to non-GEMX Members and GEMX Members.

<u>(1) Nasdaq GEMX Depth of Market Data Port</u>	<u>\$0 per port, per month</u>
<u>(2) Nasdaq GEMX Order Feed Port</u>	<u>\$0 per port, per month</u>
<u>(3) Nasdaq GEMX Top Quote Feed Port</u>	<u>\$0 per port, per month</u>
<u>(4) Nasdaq GEMX Trades Feed Port</u>	<u>\$0 per port, per month</u>

(iv) Other ports:

Disaster Recovery Port Fee² for ports in subsections (i) – (iii) \$50 per port, per month, per account number

¹The SQF Port and the SQF Purge Port are subject to a monthly cap of \$17,500, which cap is applicable to Market Makers.

² OTTO Port, CTI Port, FIX Port, FIX Drop Port and Disaster Recovery Port are subject to a monthly cap of \$7,500.

[1. Ports*

Port Fees are assessed in full month increments and are not prorated.

SQF Port Fee:	\$1,250 per port per month
SQF Purge Port Fee:	\$1,250 per port per month
OTTO Port Fee:	\$650 per port, per month, per account number
CTI Port Fee:	\$650 per port, per month, per account number
FIX Port Fee:	\$650 per port, per month, per account number
FIX Drop Port Fee:	\$650 per port, per month, per account number
Disaster Recovery Port Fee:	\$50 per port, per month, per account number
Market Data Port Fee:	\$0 per port, per month, per account number

* The connectivity provided under this section applies to ports used to connect to the re-platformed Nasdaq GEMX trading system.

The SQF Port and the SQF Purge Port are subject to a monthly cap of \$17,500, which cap is applicable to Market Makers. OTTO Port, CTI Port, FIX Port, FIX Drop Port and Disaster Recovery Port are subject to a monthly cap of \$7,500.]

[F]D. Co-Location Services

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[G]E. Direct Circuit Connection to Nasdaq GEMX*

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[H]F. Direct Circuit Connection to Third Party Services

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[I]G. Point of Presence (POP) Connectivity*

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[J]H. Exchange Testing Facilities

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