EXHIBIT 5

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

Nasdaq GEMX, LLC Rules

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<u>**General 9 Reserved**</u>

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Options 2 Options Market Participants

<u>**Section 11. Reserved**</u>

<u>**Section 12. Reserved**</u>

<u>**Section 13. Reserved**</u>

<u>**Section 14. Reserved**</u>

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Options 3 Options Trading Rules

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Section 2. Units of Trading and Meaning of Premium Quotes and Orders

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([b]<u>c</u>) *Special Cases*. Orders and quotations for an options contract for which the Exchange has established an adjusted unit of trading in accordance with this Rule shall be expressed in terms of dollars per 1/100 part of the total securities and/or other property constituting such adjusted unit of trading. For example, an offer of "3" shall represent an offer of $300 for an options contract having a unit of trading consisting of 100 shares of an underlying security plus ten (10) rights.

[(c) *Mini Options*. Bids and offers for an option contract overlying 10 shares shall be expressed in terms of dollars per 1/10th part of the total value of the contract. An offer of ".50" shall represent an offer of $5.00 on an option contract having a unit of trading consisting of 10 shares.]

Section 3. Minimum Trading Increments

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Supplementary Material to Options 3, Section 3

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.02 Notwithstanding any other provision of this Rule, the Exchange will permit foreign currency options [and options on a Foreign Currency Index] to be quoted and traded in one-cent increments.

[.03 Notwithstanding any other provision of this Rule, the minimum trading increment for Mini Options shall be determined in accordance with Supplementary Material .13(d) to Options 4, Section 5.]

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Section 15. Simple Order Risk Protections
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[(c) In the event of unusual market conditions and in the interest of a fair and orderly market, the Exchange may temporarily establish the levels at which the order protections contained in paragraph (b) are trigged as necessary and appropriate.

(d) **Market Wide Risk Protection**. All Members must provide parameters for the order entry and execution rate protections described in this Rule. The Exchange will also establish default values for each of these parameters that apply to Members that do not submit the required parameters, and will announce these default values in an Options Trader Alert to be distributed to Members. The System will maintain one or more counting programs for each Member that count orders entered and contracts traded on Nasdaq GEMX or across both Nasdaq GEMX and Nasdaq ISE. Members can use multiple counting programs to separate risk protections for different groups established within the Member. The counting programs will maintain separate counts, over rolling time periods specified by the Member for each count, of: (1) the total number of orders entered; and (2) the total number of contracts traded. The minimum and maximum duration of the applicable time period will be established by the Exchange and announced via an Options Trader Alert

   (1) If, during the applicable time period, the Member exceeds thresholds that it has set for any of the order entry or execution counts described above on Nasdaq GEMX, or across both Nasdaq GEMX and Nasdaq ISE, in either case as set by the Member, the System will automatically reject all subsequent incoming orders entered by the Member on Nasdaq GEMX or, if applicable, across both Nasdaq GEMX and Nasdaq ISE.

   (2) Members may also choose to have the System automatically cancel all of their existing orders on Nasdaq GEMX, or across both Nasdaq GEMX and Nasdaq ISE, in either case as set by the Member, when the Market Wide Risk Protection is triggered.

   (3) The Market Wide Risk Protection will remain engaged until the Member manually notifies the Exchange to enable the acceptance of new orders. For

Members that still have open orders on the book that have not been cancelled pursuant to Options 3, Section 15(d)(2) above, the System will continue to allow those Members to interact with existing orders entered before the protection was triggered, including sending cancel order messages and receiving trade executions for those orders]

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Options 4B Reserved

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Options 6 Options Trade Administration

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Section 8. Reserved

Section 9. Reserved

Section 10. Reserved

Section 11. Reserved

Section 12. Reserved

Section 13. Reserved

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