

**Exhibit 5**

Text of Proposed Rule Change  
 New text is underscored; deleted text is in [brackets]

**NYSE Amex Equities Price List 2010**

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**Credits Applicable to Supplemental Liquidity Providers**

Credit per Share - per transaction - for Supplemental Liquidity Providers (“SLPs”) - when adding liquidity to the Exchange in securities with a per share price of \$1.00 or more, if the SLP does not meet the [3%] 5% average or more quoting requirement in an assigned security pursuant to Rule 107B \$0.0015

Credit per Share - per transaction - for SLPs - when adding liquidity to the Exchange in securities with a per share price of \$1.00 or more, if the SLP meets the [3%] 5% average or more quoting requirement in an assigned security pursuant to Rule 107B..... \$0.0020

Credit per Share - per transaction - for SLPs - when adding liquidity to the Exchange in securities with a per share price of less than \$1.00, if the SLP meets the [3%] 5% average or more quoting requirement in an assigned security pursuant to Rule 107B..... \$0.0005

**Equity Transaction Fees and Credits For Nasdaq Securities Traded Pursuant to Unlisted Trading Privileges**

**Fees and Credits applicable to Market Participants for Transactions in Nasdaq Securities<sup>7</sup>**

	<b>Share Price \$1.00 or more</b>	<b>Share Price below \$1.00</b>
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders	\$0.00[19] <u>30</u>	No Charge
		0.10% of total dollar value of the transaction

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<sup>7</sup> Does not apply to transactions by a Designated Market Maker or Supplemental Liquidity Provider for its own account (see separate fee schedule herein).

		(Floor brokers only)
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security).....	No Charge	No Charge
Non-electronic agency transactions between floor brokers in the crowd.....	No Charge	No Charge
Equity per Share Charge <sup>8</sup> – per transaction – for all Discretionary e-Quotes and verbal agency interest by floor brokers.....	\$0.0005	0.20% of total dollar value of the transaction
Equity per Share Charge <sup>8</sup> for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction.....	\$0.00[1]23	0.20% of total dollar value of the transaction
Routing Fee – per share <sup>9</sup> .....	\$0.0029	0.29% of total dollar value of the transaction
<u>Equity per Share Credit – per transaction for displayed liquidity – when adding liquidity in orders that originally display a minimum of 5,000 shares with a trading price of at least \$5.00 per share, for as long as the order is not cancelled in an amount that would reduce the original displayed amount below 5,000 shares.....</u>	<u>\$0.0036</u>	<u>Not Applicable</u>

**Fees and Credits applicable to Designated Market Makers (DMMs) for Transactions in Nasdaq Securities**

	<b>Share Price \$1.00 or more</b>	<b>Share Price below \$1.00</b>
Equity per Share Credit <sup>10</sup> - per transaction - when		

<sup>8</sup> Includes shares, rights, warrants and closed end funds.

<sup>9</sup> Applies to all orders routed from NYSE Amex and executed in another market. Routing Fees are in lieu of NYSE Amex transaction charges.

adding liquidity.....	\$0.00[2]31	0.20% of total dollar value of the transaction
Equity per Share Charge <sup>8</sup> for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction.....	\$0.00[1]23	0.20% of total dollar value of the transaction
Routing Fee – per share <sup>9</sup> .....	\$0.0029	0.29% of total dollar value of the transaction
<u>Equity per Share Credit – per transaction for the displayed portion of s-Quotes – when adding liquidity in s-Quotes that display 5,000 shares or more at the time of execution with a trading price of at least \$5.00 per share.....</u>	<u>\$0.0036</u>	<u>Not Applicable</u>

**Fees and Credits applicable to Supplemental Liquidity Providers (SLPs) for Transactions in Nasdaq Securities**

	<b>Share Price \$1.00 or more</b>	<b>Share Price below \$1.00</b>
Equity per Share Credit - per transaction - when adding liquidity, if SLP meets quoting requirement pursuant to Rule 107B.....	\$0.00[2]31	No Charge
Equity per Share Credit - per transaction - when adding liquidity, if SLP does not meet quoting requirement pursuant to Rule 107B.....	\$0.00[19]30	No Charge
Equity per Share Charge <sup>8</sup> for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction.....	\$0.00[1]23	0.20% of total dollar value of the transaction

<sup>10</sup> Rebates will be applied when (i) posting displayed and non-displayed orders on Display Book, including s-quote and s-quote reserve orders; (ii) when providing liquidity on non-displayed interest using the Capital Commitment Schedule; and (iii) when executing trades in the crowd.

Routing Fee – per share<sup>9</sup>..... \$0.0029 0.29% of total dollar value of the transaction

Equity per Share Credit – per transaction for displayed liquidity – when adding liquidity in orders that originally display a minimum of 5,000 shares with a trading price of at least \$5.00 per share, for as long as the order is not cancelled in an amount that would reduce the original displayed amount below 5,000 shares..... \$0.0036 Not Applicable

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**Equipment Fees**

Schedule of Annual Charges, unless otherwise noted

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***Merged Order Report***

Charge per copy (other than first copy):	
Machine Readable Output and Print Image Transmission.....	\$3.00 per 1,000 records
Hard Copy.....	4.50 per 1,000 lines

***Port Fee (ports available for equity trading)***

1 – 5 pairs.....	\$100 per month per pair
More than 5 pairs.....	\$500 per month for each additional 5 pairs

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