

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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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 Securities⁷

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders	\$0.0030	No Charge
		0.10% of total dollar value of the transaction (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 ⁸ – 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

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

⁸ Includes shares, rights, warrants and closed end funds.

Equity per Share Charge ⁸ for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction.....	\$0.002[3]7	0.20% of total dollar value of the transaction
Routing Fee – per share ⁹	\$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]2,000 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]2,000 shares.....	\$0.0036	Not Applicable

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

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit ¹⁰ - per transaction - when adding liquidity.....	\$0.0031	0.20% of total dollar value of the transaction
Equity per Share Charge ⁸ for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction.....	\$0.002[3]7	0.20% of total dollar value of the transaction
Routing Fee – per share ⁹	\$0.0029	0.29% of total dollar value of the transaction

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

¹⁰ 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.

Equity per Share Credit – per transaction for the displayed portion of s-Quotes – when adding liquidity in s-Quotes that display [5]2,000 shares or more at the time of execution with a trading price of at least \$5.00 per share.....	\$0.0036	Not Applicable
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**Fees and Credits applicable to Supplemental Liquidity Providers (SLPs)
for Transactions in Nasdaq Securities**

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, if SLP meets quoting requirement pursuant to Rule 107B.....	\$0.0031	No Charge
Equity per Share Credit - per transaction - when adding liquidity, if SLP does not meet quoting requirement pursuant to Rule 107B.....	\$0.0030	No Charge
Equity per Share Charge ⁸ for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction.....	\$0.002[3]7	0.20% of total dollar value of the transaction
Routing Fee – per share ⁹	\$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]2,000 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]2,000 shares.....	\$0.0036	Not Applicable

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