

EXHIBIT 5

New text is underlined;
 Deleted text is in [brackets]

NYSE Arca Equities Rules

Rule 7.11. Limit Up-Limit Down Plan and Trading Pauses in Individual Securities Due to Extraordinary Market Volatility

Operative as of April 8, 2013

The provisions of this Rule shall be in effect during a pilot [set to end on the earlier of the initial date of operations of the Regulation NMS Plan to Address Extraordinary Market Volatility or February 4, 2014]to coincide with the pilot period for the Regulation NMS Plan to Address Extraordinary Market Volatility.

(a) Limit Up-Limit Down Mechanism.**(1) Definitions.**

(A) "Plan" means the Plan to Address Extraordinary Market Volatility Submitted to the Securities and Exchange Commission Pursuant to Rule 608 of Regulation NMS under the Securities Exchange Act of 1934, Exhibit A to Securities Exchange Act Release No. 67091 (May 31, 2012), 77 FR 33498 (June 6, 2012), as it may be amended from time to time.

(B) All capitalized terms not otherwise defined in this Rule shall have the meanings set forth in the Plan or Exchange rules, as applicable.

(2) Exchange Participation in the Plan. The Exchange is a Participant in, and subject to the applicable requirements of, the Plan, which establishes procedures to address extraordinary volatility in NMS Stocks.

(3) ETP Holder Compliance. ETP Holders shall comply with the applicable provisions of the Plan.

(4) Exchange Compliance with the Plan. Exchange systems shall not display or execute buy (sell) interest above (below) the Upper (Lower) Price Bands, unless such interest is specifically exempted under the Plan.

(5) Cancellation of Orders. Exchange systems shall cancel buy (sell) interest that is priced or could be executed above (below) the Upper (Lower) Price Band, except as specified in (a)(6) below.

(A) Incoming marketable interest, including market orders, IOC orders, and limit orders, shall be executed, or if applicable, routed to an away market, to the fullest extent possible, subject to Rules 7.31(a)(1) – (3)

(Trading Collars for market orders) and 7.31(b)(2) (price check for limit orders), at prices at or within the Price Bands. Any unexecuted portion of such incoming marketable interest that cannot be executed at prices at or within the Price Bands shall be cancelled and the ETP Holder shall be notified of the reason for the cancellation.

(6) Discretionary Instruction to Reprice Eligible Limit Orders. For specified limit orders, ETP Holders may enter an instruction for the Exchange to reprice a buy (sell) order that is priced above (below) the Upper (Lower) Price Band to the Upper (Lower) Price Band rather than cancel the order.

(A) Instructions to reprice eligible orders shall be applicable to both incoming and resting orders. If the Price Bands move and the original limit price of a repriced order is at or within the Price Bands, Exchange systems shall reprice such limit order to its original limit price.

(B) Each time an eligible order is repriced, it shall receive a new time priority.

(C) The following order types are eligible for repricing instructions: Adding Liquidity Only Orders (Rule 7.31(nn)), Discretion Limit Order (Rule 7.31(h)(2)(B)), Discretionary Order (Rule 7.31(h)(2)), Limit Order (7.31(b)), Passive Discretionary Order (Rule 7.31(h)(2)(A)), PNP ISO (Rule 7.31(w)), PNP Order (Rule 7.31(w)), Proactive if Locked Reserve Order (Rule 7.31(hh)), Random Reserve Order (Rule 7.31(h)(3)(B)), Reserve Order (Rule 7.31(h)(3)), Sweep Reserve Order (Rule 7.31(h)(3)(A)), Primary Until 9:45 Order (Rule 7.31(oo)), Primary After 3:55 Order (Rule 7.31(pp)), and Primary Sweep Order (Rule 7.31(kk)).

(D) Sell Short Orders. For an order type eligible for repricing instructions under (6)(C) above that is also a short sell order, during a Short Sale Price Test, as set forth in Rule 7.16(f), a short sale order priced below the Lower Price Band shall be repriced to the higher of the Lower Price Band or the Permitted Price, as defined in Rule 7.16(f)(ii). Sell short orders that are not eligible for repricing instructions will be treated as any other order pursuant to (a)(5) above.

(7) Routing to Away Markets. Exchange systems shall not route buy (sell) interest to an away market displaying a sell (buy) quote that is above (below) the Upper (Lower) Price Band, provided that the Exchange shall route Primary Only Orders (Rule 7.31(x)), Primary Until 9:45 Orders (Rule 7.31(oo)), Primary After 3:55 Orders (Rule 7.31(pp)), and Primary Sweep Orders (Rule 7.31(kk)) to the primary market regardless of price.

(8) Trading Pause during a Straddle State. The Exchange may declare a Trading Pause for a NMS Stock listed on the Exchange when (i) the National Best Bid (Offer) is below (above) the Lower (Upper) Price Band and the NMS Stock is

not in a Limit State; and (ii) trading in that NMS Stock deviates from normal trading characteristics.

[(a)] (b) Trading Pause. During Phase 1 of the Plan, a Trading Pause in Tier 1 NMS Stocks subject to the requirements of the Plan, shall be subject to Plan requirements and paragraph (b)(2) of this Rule; a Trading Pause in Tier 1 NMS Stocks not yet subject to the requirements of the Plan shall be subject to the requirements in paragraphs (b)(1) – (6) of this Rule; and a Trading Pause in Tier 2 NMS Stocks shall be subject to the requirements set forth in paragraphs (b)(1)(B) – (6) of this Rule. Once the Plan has been fully implemented and all NMS Stocks are subject to the Plan, a Trading Pause under the Plan shall be subject to only paragraphs (b)(2) and (6) of this Rule.

(1) Between 6:45 a.m. and 12:35 p.m. Pacific Time, or in the case of an early scheduled close, 25 minutes before the close of trading, if the price of a security listed on the Corporation, other than rights and warrants, moves by a percentage specified below within a five-minute period ("Threshold Move"), as calculated pursuant to paragraph [(c)](e) below, trading in that security shall immediately pause on the Exchange for a period of five minutes (a "Trading Pause").

[(i)](A) The Threshold Move shall be 10% or more with respect to securities included in the S&P 500® Index and the Russell 1000® Index;

[(ii)](B) The Threshold Move shall be 30% or more with respect to all Tier 2 NMS [s]Stocks [not subject to section (a)(i) of this Rule] with a price equal to or greater than \$1; and

[(iii)](C) The Threshold Move shall be 50% or more with respect to all Tier 2 NMS [s]Stocks [not subject to section (a)(i) of this Rule] with a price less than \$1.

The determination that the price of a stock is equal to or greater than \$1 under paragraph [(a)(ii)](b)(1)(B) above or less than \$1 under paragraph [(a)(iii)](b)(1)(C) above shall be based on the closing price on the previous trading day, or, if no closing price exists, the last sale reported to the Consolidated Tape on the previous trading day.

[(b)](2) Re-opening of Trading following a Trading Pause. At the end of the Trading Pause, the Corporation shall re-open the security in accordance with the procedures set forth in Rule 7.35 for a Trading Halt Auction. In the event of a significant imbalance at the end of a Trading Pause, the Corporation may delay the re-opening of a security. The Exchange will issue a notification if it cannot resume trading for a reason other than a significant imbalance. Any interest repriced pursuant to paragraph (a)(6) of this Rule shall return to its original order instructions for purposes of the re-opening transaction following a Trading Pause.

[(c)](3) Calculation of Threshold Move. Every second the Corporation shall calculate the Threshold Move by comparing each last consolidated sale price of a security ("Trigger Trade") during the preceding second to a reference price (the "Calculation Time"). The reference price shall be any transaction in that security printed to the Consolidated Tape during the five-minute period before the Calculation Time, except for Trigger Trades in the first five minutes following 6:45 a.m., for which reference prices will begin at 6:45 a.m. Only regular way, in-sequence transactions qualify as either a Trigger Trade or a reference price. The Corporation can exclude a transaction price from use as a reference price or Trigger Trade if it concludes that the transaction price resulted from an erroneous execution.

[(d)](4) Notification of Trading Pauses. If a Trading Pause is triggered under this Rule, the Corporation shall immediately notify the single plan processor responsible for consolidation of information for the security pursuant to Rule 603 of Regulation NMS under the Securities Exchange Act of 1934.

[(e)](5) If a primary listing market issues an individual stock trading pause, the Corporation will pause trading in that security until trading has resumed on the primary listing market or notice has been received from the primary listing market that trading may resume. If the primary listing market does not reopen the security within 10 minutes of notification of a Trading Pause, the Corporation may resume trading the security.

[(f)](6) During a trading pause issued by another primary listing market, the Corporation will take the following action with respect to new and existing orders:

- (i) maintain all resting orders in the Book;
- (ii) cancel any unexecuted portion of Market Orders and Pegged Orders;
- (iii) accept and process all cancellations;
- (iv) accept and route new Market Orders to the primary market;
- (v) accept and route PO and PO+ Orders to the primary market; and
- (vi) reject all other orders until the stock has reopened.

[*Commentary:*

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