

EXHIBIT 5

Additions underscored
Deletions [bracketed]

NYSE Arca Equities, Inc.**SCHEDULE OF FEES AND CHARGES
FOR EXCHANGE SERVICES**

[November 15] December 3, 2013

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Co-Location Fees**

** A user that incurs co-location fees for a particular co-location service pursuant to this Fee Schedule shall not be subject to co-location fees for the same co-location service charged pursuant to the NYSE Arca Options Fee Schedule or by the Exchange's affiliates NYSE MKT LLC and New York Stock Exchange LLC.

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Type of Service	Description	Amount of Charge
LCN Access	1 GB Circuit	\$6,000 per connection initial charge plus \$5,000 monthly per connection
LCN Access	10 GB Circuit	\$10,000 per connection initial charge plus \$12,000 monthly per connection. A User that purchases 5 10 GB LCN Circuits will receive the 6th 10 GB LCN Circuit without an additional monthly charge
<u>LCN Access</u>	<u>10 GB LX Circuit</u>	<u>\$15,000 per connection initial charge plus \$20,000 monthly per connection. A User that submits a written order for a 10 GB LX Circuit between December 3, 2013 and January 31, 2014 shall not be subject to the initial charge</u>
LCN Access	40 GB Circuit	\$15,000 per connection initial charge plus \$20,000 monthly per connection. [A User that submits a written order for a 40 GB Circuit between September 3, 2013 and September 30, 2013 shall not be subject to the initial charge]

LCN CSP Access	1 GB Circuit	\$6,000 per connection initial charge plus \$500 monthly per connection
LCN CSP Access	10 GB Circuit	\$10,000 per connection initial charge plus \$5,000 monthly per connection
CSP Subscriber		\$950 per LCN CSP initial charge plus \$300 monthly per LCN CSP
Bundled Network Access, Option 1 (2 LCN connections, 2 SFTI connections, and 2 optic connections to outside access center)	1GB Bundle	\$25,000 initial charge plus \$13,000 monthly charge
	10 GB Bundle	\$50,000 initial charge plus \$47,000 monthly charge
	<u>10 GB LX Bundle (LCN connections at 10 GB LX; SFTI and optic connections at standard 10 GB)</u>	<u>\$60,000 initial charge plus \$64,500 monthly charge. A User that submits a written order for a 10 GB LX Bundle between December 3, 2013 and January 31, 2014 shall not be subject to the \$30,000 LCN 10 GB LX portion of the initial charge</u>
	40 GB Bundle (LCN connections at 40 GB; SFTI and optic connections at 10 GB)	\$60,000 initial charge plus \$64,500 monthly charge. [A User that submits a written order for a 40 GB Circuit between September 3, 2013 and September 30, 2013 shall not be subject to the \$30,000 LCN portion of the initial charge]
Type of Service	Description	Amount of Charge
Bundled Network Access, Option 2 (2 LCN connections, 2 SFTI connections, 1 optic connection to outside access center, and 1 optic connection in data center)	1 GB Bundle	\$26,000 initial charge plus \$16,000 monthly charge
	10 GB Bundle	\$50,000 initial charge plus \$54,250 monthly charge
	<u>10 GB LX Bundle (LCN connections at 10 GB LX; SFTI and optic connections at standard 10 GB)</u>	<u>\$60,000 initial charge plus \$71,000 monthly charge. A User that submits a written order for a 10 GB LX Bundle between December 3, 2013 and January 31, 2014 shall not be subject to the \$30,000 LCN 10 GB LX portion of the initial charge</u>
	40 GB Bundle (LCN connections at 40 GB; SFTI and optic connections at 10 GB)	\$60,000 initial charge plus \$71,000 monthly charge. [A User that submits a written order for a 40 GB Circuit between September 3, 2013 and September 30, 2013 shall not be subject to the \$30,000 LCN portion of the initial charge]

Bundled Network Access, Option 3 (2 LCN Connections, 2 SFTI connections, and 2 optic connections in data center)	1 GB Bundle	\$27,000 initial charge plus \$19,000 monthly charge
	10 GB Bundle	\$50,000 initial charge plus \$61,500 monthly charge
	<u>10 GB LX Bundle (LCN connections at 10 GB LX; SFTI and optic connections at standard 10 GB)</u>	<u>\$60,000 initial charge plus \$77,500 monthly charge. A User that submits a written order for a 10 GB LX Bundle between December 3, 2013 and January 31, 2014 shall not be subject to the \$30,000 LCN 10 GB LX portion of the initial charge</u>
	40 GB Bundle (LCN connections at 40 GB; SFTI and optic connections at 10 GB)	\$60,000 initial charge plus \$77,500 monthly charge. [A User that submits a written order for a 40 GB Circuit between September 3, 2013 and September 30, 2013 shall not be subject to the \$30,000 LCN portion of the initial charge]

NYSE Arca Options Fees and Charges

Effective Date: [November 8] December 3, 2013

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CO-LOCATION FEES**

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Bundled Network Access, Option 1 (2 LCN connections, 2 SFTI connections, and 2 optic connections to outside access center)	1 GB Bundle	\$25,000 initial charge plus \$13,000 monthly charge
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	40 GB Bundle (LCN connections at 40 GB; SFTI and optic connections at 10 GB)	\$60,000 initial charge plus \$64,500 monthly charge. [A User that submits a written order for a 40 GB Circuit between September 3, 2013 and September 30, 2013 shall not be subject to the \$30,000 LCN portion of the initial charge]
Bundled Network Access, Option 2 (2 LCN connections, 2 SFTI connections, 1 optic connection to outside access center, and 1 optic connection in data center)	1 GB Bundle	\$26,000 initial charge plus \$16,000 monthly charge
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