

EXHIBIT 5

Additions underscored
Deletions [bracketed]

NYSE Arca Equities, Inc.

**SCHEDULE OF FEES AND CHARGES
FOR EXCHANGE SERVICES**

[October 1, 2014]January 1, 2015

NYSE ARCA MARKETPLACE: TRADE RELATED FEES AND CREDITS¹

EXCHANGE TRANSACTIONS

ETP HOLDERS AND MARKET MAKERS²

Round Lots and Odd Lots (Per Share Price \$1.00 or Above)

<p>Tier 1: For ETP Holders and Market Makers that provide liquidity an average daily share volume per month of 0.70% or more of the US CADV³ or (2) that (a)</p>	<p>Tape A and Tape C Securities: \$0.0030 per share (credit) for orders that provide liquidity to the Book \$0.0030 per share (fee) for orders that take liquidity from the Book \$0.0030 per share (fee) for orders routed outside the Book to any</p>
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¹ Trade activity on days when the market closes early and on the date of the annual reconstitution of the Russell Investments Indexes does not count toward volume tiers.

² These transaction fees do not apply to: (1) Directed Orders, regardless of account type, that are matched within the Directed Order Process; (2) Directed Orders for the account of a retail public customer that are executed partially or in their entirety via the Directed Order, Display Order, Working Order, and Tracking Order processes (however, any unfilled or residual portion of a retail customer's order that is routed away and executed by another market center or participant will incur this transaction fee); (3) Cross Orders; and (4) participants in the Nasdaq UTP Plan that transmit orders via telephone. Orders with specific rates (e.g., MPL, Tracking, PL, Retail Add, RPI, RMO) may be used to qualify for volume thresholds but are not eligible for tiered rates.

³ US CADV means United States Consolidated Average Daily Volume for transactions reported to the Consolidated Tape, excluding odd lots through

<p>provide liquidity an average daily share volume per month of 0.15% or more of the US CADV and (b) are affiliated with an OTP Holder or OTP Firm that provides an ADV⁴ of electronic posted executions (including all account types) in Penny Pilot issues on NYSE Arca Options (excluding mini options) of at least 100,000 contracts, of which at least 25,000 contracts must be for the account of a market maker:</p>	<p>away market centers other than the NYSE</p> <p>\$0.003 per share (fee) for PO+ orders routed outside the Book to NASDAQ</p> <p>\$0.0015 per share (credit) for Mid-Point Passive Liquidity orders providing liquidity to the Book</p> <p>\$0.0030 per share (fee) for Mid-Point Passive Liquidity orders removing liquidity from the Book <u>that are not designated as “Retail Orders” defined below.</u></p> <p><u>No Charge for Mid-Point Passive Liquidity orders removing liquidity from the Book and are designated as “retail” that meet the requirements of Rule 7.44(a)(3), but that are not executed in the Retail Liquidity Program (“Retail Orders”)</u></p> <p>\$0.0010 per share (fee) for Market and Auction-Only Orders executed in an Opening, Market Order or Trading Halt Auction, capped at \$20,000 per month per Equity Trading Permit ID</p> <p>\$0.0010 per share (fee) for Market, Market-On-Close, Limit-On-Close, and Auction-Only Orders executed in a Closing Auction</p> <p>\$0.0010 per share (fee) for PO and PO+ orders routed to NASDAQ that execute in the opening or closing auction</p> <p>No fee or credit for Passive Liquidity Orders that provide liquidity to the Book</p> <p>\$0.0030 per share (fee) for Passive Liquidity Orders that take liquidity from the Book</p> <p>Tape A Securities:</p> <p>\$0.0027 per share (fee) for orders in Tape A securities routed outside the Book to the NYSE</p> <p>\$0.0025 per share (fee) for Primary Sweep Orders in Tape A securities routed outside the book to the NYSE that remove</p>
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January 31, 2014 (except for purposes of Lead Market Maker pricing), and excludes volume on days when the market closes early and on the date of the annual reconstitution of the Russell Investments Indexes. Transactions that are not reported to the Consolidated Tape are not included in US CADV.

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ADV means Average Daily Volume.

	<p>liquidity from the NYSE. Primary Sweep Orders in Tape A securities routed outside the book to the NYSE that provide liquidity to the NYSE are not charged a fee or given a credit.</p> <p>\$0.0027 per share (fee) for Primary Only Plus (“PO+”) Orders routed to the NYSE that remove liquidity.</p> <p>\$0.0015 per share (credit) for PO+ Orders that provide liquidity to the NYSE</p> <p>\$0.0010 per share (fee) for PO and PO+ Orders routed to the NYSE that execute in the opening or closing auction</p> <p>Tape B Securities:</p> <p>\$0.0023 per share (credit) for orders that provide liquidity to the Book</p> <p>\$0.0028 per share (fee) for orders that take liquidity from the Book</p> <p>\$0.0030 per share (fee) for orders routed outside the Book to any away market centers</p> <p>\$0.0016 per share (credit) for PO and PO+ orders routed to NYSE MKT that provide liquidity to the NYSE MKT Book</p> <p>\$0.0028 per share (fee) for PO and PO+ orders routed to NYSE MKT that remove liquidity from the NYSE MKT Book</p> <p>\$0.003 per share (fee) for PO+ orders routed outside the Book to NASDAQ</p> <p>\$0.0015 per share (credit) for Mid-Point Passive Liquidity orders providing liquidity to the Book</p> <p>\$0.0030 per share (fee) for Mid-Point Passive Liquidity orders removing liquidity from the Book <u>that are not designated as Retail Orders</u></p> <p><u>No Charge for Mid-Point Passive Liquidity orders removing liquidity from the Book that are designated as Retail Orders</u></p> <p>\$0.0010 per share (fee) for Market and Auction-Only Orders executed in an Opening, Market Order or Trading Halt Auction, capped at \$20,000 per month per Equity Trading Permit ID</p>
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	<p>\$0.0010 per share (fee) for Market, Market-On-Close, Limit-On-Close, and Auction-Only Orders executed in a Closing Auction in NYSE Arca primary listed securities (includes all ETFs/ETNs)</p> <p>\$0.00085 per share (fee) for PO and PO+ Orders routed to NYSE MKT that execute in the opening or closing auction</p> <p>No fee or credit for Passive Liquidity Orders that provide liquidity to the Book</p> <p>\$0.0028 per share (fee) for Passive Liquidity Orders that take liquidity from the Book</p>
<p>Tier 2: For ETP Holders and Market Makers that provide liquidity an average daily share volume per month of 0.30% or more, but less than 0.70% of the US CADV³:</p>	<p>Tape A and Tape C Securities:</p> <p>\$0.0029 per share (credit) for orders that provide liquidity to the Book</p> <p>\$0.0030 per share (fee) for orders that take liquidity from the Book</p> <p>\$0.0030 per share (fee) for orders routed outside the Book to any away market centers other than the NYSE</p> <p>\$0.003 per share (fee) for PO+ orders routed outside the Book to NASDAQ</p> <p>\$0.0015 per share (credit) for Mid-Point Passive Liquidity orders providing liquidity to the Book</p> <p>\$0.0030 per share (fee) for Mid-Point Passive Liquidity orders removing liquidity from the Book <u>that are not designated as Retail Orders</u></p> <p><u>No Charge for Mid-Point Passive Liquidity orders removing liquidity from the Book that are designated as Retail Orders</u></p> <p>\$0.0010 per share (fee) for Market and Auction-Only Orders executed in an Opening, Market Order or Trading Halt Auction, capped at \$20,000 per month per Equity Trading Permit ID</p> <p>\$0.0010 per share (fee) for Market, Market-On-Close, Limit-On-Close, and Auction-Only Orders executed in a Closing Auction</p> <p>\$0.0010 per share (fee) for PO and PO+ orders routed to NASDAQ that execute in the opening or closing auction</p>

	<p>No fee or credit for Passive Liquidity Orders that provide liquidity to the Book</p> <p>\$0.0030 per share (fee) for Passive Liquidity Orders that take liquidity from the Book</p> <p>Tape A Securities:</p> <p>\$0.0027 per share (fee) for orders in Tape A securities routed outside the Book to the NYSE</p> <p>\$0.0025 per share (fee) for Primary Sweep Orders in Tape A securities routed outside the book to the NYSE that remove liquidity from the NYSE. Primary Sweep Orders in Tape A securities routed outside the book to the NYSE that provide liquidity to the NYSE are not charged a fee or given a credit.</p> <p>\$0.0027 per share (fee) for PO+ Orders routed to the NYSE that remove liquidity.</p> <p>\$0.0015 per share (credit) for PO+ Orders that provide liquidity to the NYSE</p> <p>\$0.0010 per share (fee) for PO and PO+ Orders routed to the NYSE that execute in the opening or closing auction</p> <p>Tape B Securities:</p> <p>\$0.0022 per share (credit) for orders that provide liquidity to the Book</p> <p>\$0.0028 per share (fee) for orders that take liquidity from the Book</p> <p>\$0.0030 per share (fee) for orders routed outside the Book to any away market centers</p> <p>\$0.0016 per share (credit) for PO and PO+ orders routed to NYSE MKT that provide liquidity to the NYSE MKT Book</p> <p>\$0.0028 per share (fee) for PO and PO+ orders routed to NYSE MKT that remove liquidity from the NYSE MKT Book</p> <p>\$0.003 per share (fee) for PO+ orders routed outside the Book to NASDAQ</p> <p>\$0.0015 per share (credit) for Mid-Point Passive Liquidity orders</p>
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	<p>providing liquidity to the Book</p> <p>\$0.0030 per share (fee) for Mid-Point Passive Liquidity orders removing liquidity from the Book <u>that are not designated as Retail Orders</u></p> <p><u>No Charge for Mid-Point Passive Liquidity orders removing liquidity from the Book that are designated as Retail Orders</u></p> <p>\$0.0010 per share (fee) for Market and Auction-Only Orders executed in an Opening, Market Order or Trading Halt Auction, capped at \$20,000 per month per Equity Trading Permit ID</p> <p>\$0.0010 per share (fee) for Market, Market-On-Close, Limit-On-Close, and Auction-Only Orders executed in a Closing Auction in NYSE Arca primary listed securities (includes all ETFs/ETNs)</p> <p>\$0.00085 per share (fee) for PO and PO+ Orders routed to NYSE MKT that execute in the opening or closing auction</p> <p>No fee or credit for Passive Liquidity Orders that provide liquidity to the Book</p> <p>\$0.0028 per share (fee) for Passive Liquidity Orders that take liquidity from the Book</p>
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<p>Retail Order Tier: For ETP Holders, including Market Makers, that execute an ADV⁴ of Retail Orders [(as defined in Rule 7.44(a)(3))] that provide liquidity during the month that is 0.15% or more of the US CADV³:</p>	<p>Tape A, Tape B, and Tape C Securities:</p> <p>\$0.0033 per share (credit) for Retail Orders that provide liquidity to the Book.</p> <p>For all other fees and credits, Tiered or Basic Rates apply based on a firm's qualifying levels.</p>
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<p>Basic Rates (applicable when tier rates do not</p>	<p>Tape A Securities:</p>
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apply)	<p>\$0.0020 per share (credit) for orders that provide liquidity to the Book</p> <p>\$0.003 per share (fee) for orders that take liquidity from the Book</p> <p>\$0.003 per share (fee) for orders routed outside the Book to any away market centers other than the NYSE</p> <p>\$0.0029 per share (fee) for orders routed outside the Book to the NYSE</p> <p>\$0.0025 per share (fee) for Primary Sweep Orders in Tape A securities routed outside the book to the NYSE that remove liquidity from the NYSE. Primary Sweep Orders in Tape A securities routed outside the book to the NYSE that provide liquidity to the NYSE are not charged a fee or given a credit.</p> <p>\$0.0015 per share (credit) for Mid-Point Passive Liquidity orders providing liquidity to the Book</p> <p>\$0.0030 per share (fee) for Mid-Point Passive Liquidity orders removing liquidity from the Book <u>that are not designated as Retail Orders</u></p> <p><u>No Charge for Mid-Point Passive Liquidity orders removing liquidity from the Book that are designated as Retail Orders</u></p> <p>\$0.0010 per share (fee) for Market and Auction-Only Orders executed in an Opening, Market Order or Trading Halt Auction, capped at \$20,000 per month per Equity Trading Permit ID</p> <p>\$0.0010 per share (fee) for Market, Market-On-Close, Limit-On-Close, and Auction-Only Orders executed in a Closing Auction</p> <p>\$0.0027 per share (fee) for PO+ Orders routed to the NYSE that remove liquidity.</p> <p>\$0.0015 per share (credit) for PO+ Orders that provide liquidity to the NYSE</p> <p>\$0.0010 per share (fee) for PO and PO+ Orders routed to the NYSE that execute in the opening or closing auction</p> <p>No fee or credit for Passive Liquidity Orders that provide liquidity to the Book</p>
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	<p>\$0.0030 per share (fee) for Passive Liquidity Orders that take liquidity from the Book</p> <p>\$0.0030 per share (credit) for Retail Orders [(as defined in Rule 7.44(a)(3))] that provide liquidity to the Book</p> <p>Tape B Securities:</p> <p>\$0.0020 per share (credit) for orders that provide liquidity to the Book</p> <p>\$0.003 per share (fee) for orders that take liquidity from the Book</p> <p>\$0.0035 per share (fee) for orders routed outside the Book to any away market centers</p> <p>\$0.0016 per share (credit) for PO and PO+ orders routed to NYSE MKT that provide liquidity to the NYSE MKT Book</p> <p>\$0.0028 per share (fee) for PO and PO+ orders routed to NYSE MKT that remove liquidity from the NYSE MKT Book</p> <p>\$0.0015 per share (credit) for Mid-Point Passive Liquidity orders providing liquidity to the Book</p> <p>\$0.0030 per share (fee) for Mid-Point Passive Liquidity orders removing liquidity from the Book <u>that are not designated as Retail Orders</u></p> <p><u>No Charge for Mid-Point Passive Liquidity orders removing liquidity from the Book that are designated Retail Orders</u></p> <p>\$0.0010 per share (fee) for Market and Auction-Only Orders executed in an Opening, Market Order or Trading Halt Auction, capped at \$20,000 per month per Equity Trading Permit ID</p> <p>\$0.0010 per share (fee) for Market, Market-On-Close, Limit-On-Close, and Auction-Only Orders executed in a Closing Auction in NYSE Arca primary listed securities (includes all ETFs/ETNs)</p> <p>\$0.00085 per share (fee) for PO and PO+ Orders routed to NYSE MKT that execute in the opening or closing auction</p> <p>No fee or credit for Passive Liquidity Orders that provide liquidity to the Book</p>
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