

**Exhibit 5**

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Deleted text is in [brackets]

# MIAX PEARL Equities Fee Schedule

## Definitions

For purposes of assessing fees, the following definitions should serve as guidance. Unless otherwise specified, capitalized terms used in this fee schedule are defined as set forth in the MIAX PEARL Equities Rules. Rebates and fees are listed per share unless otherwise noted.

“Cross-connect” occurs when the affected third-party system is sited at the same data center where MIAX PEARL Equities systems are sited, and the third-party connects to MIAX PEARL Equities through the data center, rather than connecting directly to MIAX PEARL Equities outside of the data center.

“Exchange System Disruption” means an outage of a Matching Engine or collective Matching Engines for a period of two consecutive hours or more, during trading hours.

“Extranet Provider” means a technology provider that connects with MIAX PEARL Equities systems and in turn provides such connectivity to MIAX PEARL Equities participants that do not connect directly with MIAX PEARL Equities.

“FIX Order by Order” means a type of FXD Port that sends all order activities other than reject message, including Execution Reports and Trade Cancel/Correct messages.

“FIX Order Interface” or “FOI” means the Financial Information Exchange interface for certain order types as set forth in Exchange Rule 2614.

“FIX Port” means a FIX port that allows Equity Members to send orders and other messages using the FIX protocol.

“Full Service Port” or “FSP” means an MEO port that supports all MEO order input message types.

“FIX Drop Port” or “FXD” means a messaging interface that provides real-time order activities of firms’ MEO and FOI orders. MIAX PEARL Equities offers two types of FXD ports: (1) Standard FIX Drop; and (2) FIX Order by Order Drop. FXD Ports may be used by Equities Market Makers, Order Entry Firms and clearing firms.

“MENI” means the MIAX Express Network Interconnect, which is a network infrastructure which provides Equity Members and non-Members network connectivity to the trading platforms, market data systems, test systems, and disaster recovery facilities of the Exchange. The MENI consists of the low latency and ultra-low latency (“ULL”) connectivity options set forth in the Exchange’s Fee Schedule.

“MEO Interface” or “MEO” means a binary order interface for certain order types as set forth in Rule 2614 into the MIAX PEARL System. See Exchange Rule 100.

“Service Bureau” means a technology provider that offers and supplies technology and technology services to a trading firm that does not have its own proprietary system.

“Standard FIX Drop” means an FXD Port that only sends trade information, including Execution Reports and Trade Cancel/Correct messages.

“Third Party Vendor” means a subscriber of MIAX PEARL Equities’ market and other data feeds, which they in turn use for redistribution purposes.

“Waiver Period” means, for each applicable fee, the period of time from the initial effective date of the MIAX PEARL Equities Fee Schedule until such time that MIAX PEARL has an effective fee filing establishing the applicable fee. MIAX PEARL Equities will issue a Regulatory Circular announcing the establishment of an applicable fee that was subject to a Waiver Period at least fifteen (15) days prior to the termination of the Waiver Period and effective date of any such applicable fee.

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## **2) System Connectivity Fees**

### **a) Monthly Member Network Connectivity Fee**

<b><u>Member Network Connectivity Per Month</u></b>	<b><u>Primary/ Secondary Facility 1 Gigabit ULL Per Connection</u></b>	<b><u>Disaster Recovery Facility 1 Gigabit ULL Per Connection</u></b>	<b><u>Disaster Recovery Facility 10 Gigabit ULL Per Connection</u></b>	<b><u>Primary/ Secondary Facility 10 Gigabit ULL Per Connection</u></b>
<u>Individual Firm</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>	<u>\$3,000.00</u>	<u>\$3,500.00</u>

Monthly Member Network Connectivity fees for connectivity with the Primary/Secondary Facility will be assessed in any month the Member is credentialed to use any of the MIAX PEARL Equities APIs or Market Data feeds in the production environment and will be pro-rated when a Member makes a change to the connectivity (by adding or deleting connections) with such pro-rated fees based on the number of trading days that the Member has been credentialed to utilize any of the MIAX PEARL Equities APIs or Market Data feeds in the production environment through such connection, divided by the total number of trading days in such month multiplied by the applicable monthly rate. Monthly Member Network Connectivity fees for connectivity with the Disaster Recovery Facility will be assessed in each month during which the Member has established connectivity with the Disaster Recovery Facility.

### **b) Monthly Non-Member Network Connectivity Fee**

<b><u>Non-Member Network Connectivity Per Month</u></b>	<b><u>Primary/ Secondary Facility 1 Gigabit ULL Per Connection</u></b>	<b><u>Disaster Recovery Facility 1 Gigabit ULL Per Connection</u></b>	<b><u>Disaster Recovery Facility 10 Gigabit ULL Per Connection</u></b>	<b><u>Primary/ Secondary Facility 10 Gigabit ULL Per Connection</u></b>
<u>Service Bureau/ Extranet Provider and other non-Members</u>	<u>\$1,000.00</u>	<u>\$1,000.00</u>	<u>\$3,000.00</u>	<u>\$3,500.00</u>

Monthly Non-Member Network Connectivity fees for connectivity with the Primary/Secondary Facility will be assessed in each month the Non-Member has been credentialed to use any of the MIAX PEARL Equities APIs or Market Data feeds via the network connection in the production environment and will be pro-rated when a Non-Member makes a change to the connectivity (by adding or deleting connections) with such pro-rated fees based on the number of trading days that the Non-Member has been credentialed to utilize any one of the two MIAX Exchanges' APIs or Market Data feeds in the production environment through such connection, divided by the total number of trading days in such month multiplied by the applicable monthly rate. Monthly Non-Member Network Connectivity fees for connectivity with the Disaster Recovery Facility will be assessed in each month during which the Non-Member has established connectivity with the Disaster Recovery Facility.

**c) Pass-Through of External Connectivity Fees**

MIAX PEARL Equities will assess External Connectivity Fees to Members and non-Members that establish connections with MIAX PEARL Equities through a third-party. Fees assessed to MIAX PEARL Equities by third-party external vendors on behalf of a Member or non-Member connecting to MIAX PEARL Equities (including cross-connects), will be passed through to the Member or non-Member. The External Connectivity Fees passed through can include one-time set-up fees, monthly charges, and other fees charged to MIAX PEARL Equities by a third-party for the benefit of a Member or non-Member.

**d) Port Fees**

MIAX PEARL Equities will assess monthly Port Fees on Members in each month the Member is credentialed to use a Port in the production environment. The Port Fees assessable for FIX Ports, MEO Ports, and FXD Ports are as set forth in the table below. MIAX PEARL Equities has primary and secondary data centers and a disaster recovery center. Each Port provides access to all three data centers for a single fee. Unless otherwise specifically set forth in the Fee Schedule, the Port Fees include the information communicated through the Port at no additional charge.

<u>Type of Port</u>	<b>Monthly Port Fees</b> <b><u>Includes Connectivity to the Primary, Secondary and Disaster Recovery Data Centers</u></b>
<u>FIX Port<sup>^</sup></u>	Per Port: <u>1<sup>st</sup> – 5<sup>th</sup> Fee Waived for the Waiver Period</u> <u>6<sup>th</sup> – 10<sup>th</sup> Fee Waived for the Waiver Period</u> <u>11<sup>th</sup> – 25<sup>th</sup> Fee Waived for the Waiver Period</u> <u>26<sup>th</sup> – 50<sup>th</sup> \$450</u> <u>51<sup>st</sup> – 75<sup>th</sup> \$400</u> <u>76<sup>th</sup> – 100<sup>th</sup> \$350</u> <u>101<sup>st</sup> or more \$300</u>
<u>MEO Port<sup>^*</sup></u>	Per Port: <u>1<sup>st</sup> – 5<sup>th</sup> Fee Waived for the Waiver Period</u> <u>6<sup>th</sup> – 10<sup>th</sup> Fee Waived for the Waiver Period</u> <u>11<sup>th</sup> – 25<sup>th</sup> Fee Waived for the Waiver Period</u> <u>26<sup>th</sup> – 50<sup>th</sup> \$450</u> <u>51<sup>st</sup> – 75<sup>th</sup> \$400</u> <u>76<sup>th</sup> – 100<sup>th</sup> \$350</u> <u>101<sup>st</sup> or more \$300</u>

<u>FXD Port<sup>^</sup></u>	<u>Fee Waived for the Waiver Period</u>
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- <sup>^</sup> Each port will have access to all Matching Engines.
- <sup>\*</sup> The rates set forth above for MEO Ports entitle an Equity Member to one (1) FSP and one (1) Purge Port for all Matching Engines for a single port fee.
- <sup>•</sup> MEO and FIX Ports are counted separately for the tiers in the table.

**e) Member and Non-Member Technical Support Request Fee**

Equity Members and Non-Members that request MIAX PEARL Equities technical support at any of the MIAX PEARL Equities data centers will be assessed a fee of \$200 per hour for such technical support.

**3) Market Data Fees**

**a) MIAX PEARL Equities Top of Market (“ToM”) Feed**

Fees Waived for the Waiver Period.

**b) MIAX PEARL Equities Depth of Market (“DoM”) Feed**

Fees Waived for the Waiver Period

**c) Historical Market Data**

<u>User Type</u>	<u>Fee Per Device</u>
<u>Members and Non- Members</u>	<u>\$500</u>

MIAX PEARL Equities will assess Market Data Fees applicable to Historical Market Data on users (Members and Non-Members) that request Historical Market Data on a per device basis. Historical Market Data consists of all proprietary trading data published by MIAX PEARL Equities through its proprietary market data feeds, from September 25, 2020 to the present (on a T+1 basis). Historical Market Data is uploaded onto an Exchange-provided device. Users may request up to six months of Historical Market Data per device, subject to the device’s storage capacity. Only the most recent six months of Historical Market Data shall be available for purchase from the date of the request.