

**EXHIBIT 5**

*New text underlined; deleted text is in brackets.*

**Nasdaq ISE Schedule of Fees****[TABLE OF CONTENTS****Preface**

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**V. [Trading Application Software]Connectivity Fees**

**A. Trading Application [Installation]**

1. Non-Standard Services. \$350 per hour (one time).

**B. Trading Application [Software License & Maintenance]**

1. PrecISE Trade® Terminal Fee-This fee is waived for the first two months for all new users.

\$350 per logged-in user per month, for the first 10 users.\*

\$100 per logged-in user per month, for each subsequent user.

2. PrecISE Trade® Terminal Sponsored Customer Fee - This fee is waived for the first two months for all new users of a sponsored customer. This fee applies only to sponsored customers of non-affiliated firms.

\$350 per logged-in user per month, for the first 10 users.\*

\$100 per logged-in user per month, for each subsequent user.

3. Intermediate Routing Destination (“IRD”). A \$20 fee is charged to an IRD for each PrecISE Trade terminal that is authorized to send such IRD orders. An IRD is a Nasdaq ISE member that receives orders from another Nasdaq ISE member via a PrecISE Trade terminal and routes those orders to other options exchanges.

\*PrecISE Trade® fee waived for first five (5) users if the EAM or sponsored customer executes a minimum of 1.5 million crossing contracts during the prior calendar month. Free users will count towards the first ten (10) users otherwise subject to the higher \$350 per user fee.

**C. [Reserved.] Ports and Other Services****[D. INET Port Fees\*]**

The below charges are assessed by ISE for connectivity to ISE.

A port is a logical connection or session that enables a market participant to send inbound messages and/or receive outbound messages from the Exchange using various communication protocols. Fees are assessed in full month increments and are not prorated.

(i) The following order and quote protocols are available on ISE.

<b><u>(1) FIX Port Fee</u></b>	<u>\$300 per port per month, per mnemonic</u>
<b><u>(2) SQF Port Fee</u></b>	<u>\$1,100 per port per month</u>
<b><u>(3) SQF Purge Port Fee</u></b>	<u>\$1,100 per port per month</u>
<b><u>(4) OTTO Port Fee<sup>1</sup></u></b>	<u>\$400 per port per month, per mnemonic</u>

<sup>1</sup> OTTO Port Fees are subject to a monthly cap of \$4,000.

(ii) The following order and execution information is available to Members.

<b><u>(1) CTI Port Fee</u></b>	<u>\$500 per port per month, per account number</u>
<b><u>(2) FIX DROP Port Fee</u></b>	<u>\$500 per port per month, per account number</u>
<b><u>(3) TradeInfo ISE Interface</u></b>	<u>\$0 per user, per month</u>

(iii) The following data port fees apply in connection with data subscriptions pursuant to ISE Rules at Chapter VIII. These ports are available to non-ISE Members and ISE Members.

<b><u>(1) Nasdaq ISE Depth of Market Data Port</u></b>	<u>\$0 per port, per month</u>
<b><u>(2) Nasdaq ISE Order Feed Port</u></b>	<u>\$0 per port, per month</u>
<b><u>(3) Nasdaq ISE Top Quote Feed Port</u></b>	<u>\$0 per port, per month</u>
<b><u>(4) Nasdaq ISE Trades Feed Port</u></b>	<u>\$0 per port, per month</u>
<b><u>(5) Nasdaq ISE Spread Feed Port</u></b>	<u>\$0 per port, per month</u>

(iv) Other ports:

**Disaster Recovery Port Fee for ports in subsections (i) – (iii)**    \$50 per port, per month

[The monthly fees below are billed to members and a member may subscribe to as many ports as it chooses. Some fees are based on the number of account numbers associated with a port, others are based on the number of mnemonics associated with a port, and others are based only on the number of ports subscribed to. Port Fees are assessed in full month increments and are not prorated.]

SQF Port Fee:	\$1,100 per port per month
SQF Purge Port Fee:	\$1,100 per port per month
OTTO Port Fee:	\$400 per port per month, per mnemonic#
CTI Port Fee:	\$500 per port per month, per account number
FIX Port Fee:	\$300 per port per month, per mnemonic
FIX Drop Port Fee:	\$500 per port per month, per account number
Disaster Recovery Port Fee:	\$50 per port per month
Market Data Port Fee:	\$0 per port per month

\*The connectivity provided under this section applies to ports used to connect to the re-platformed Nasdaq ISE trading system.

# OTTO Port Fees are subject to a monthly cap of \$4,000.]

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