

**EXHIBIT 5**

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

**Nasdaq GEMX, LLC Rules**

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**Options Rules**

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**Options 7 Pricing Schedule**

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**Section 6. Connectivity Fees**

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**C. Ports and Other Services**

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

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 prorated for the first month of service under this section. Upon cancellation, market participants are required to pay for service for the remainder of the month, regardless of whether it is the first month of service.[.]

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

<b>(1) FIX Port Fee<sup>2</sup></b>	\$650 per port, per month, per account number
<b>(2) SQF Port Fee<sup>1</sup></b>	\$1,250 per port, per month
<b>(3) SQF Purge Port Fee<sup>1</sup></b>	\$1,250 per port, per month
<b>(4) OTTO Port Fee<sup>2</sup></b>	\$650 per port, per month, per account number

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<sup>1</sup>The SQF Port and the SQF Purge Port are subject to a monthly cap of \$17,500, which cap is applicable to Market Makers.

Market Makers that do not transact 0.50% of Total Customer Volume in orders that adds liquidity in a month will be assessed a maximum SQF Port Fee of \$27,500 per month. For purposes of this fee cap, “Total Customer Volume” or “TCV” shall be defined as a percentage of

all cleared customer volume at The Options Clearing Corporation in Multiply Listed Equity Options and Exchange-Traded Products.

<sup>2</sup> OTTO Port, CTI Port, FIX Port, FIX Drop Port and Disaster Recovery Port are subject to a monthly cap of \$7,500.

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