

Exhibit 5

Proposed new language is underlined; Proposed deletions are in [brackets].

**MEMX Fee Schedule
(EFFECTIVE MAY [2]6, 2022)**

Transaction Fees

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Membership, Market Data, and Connectivity Fees

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Connectivity and Application Sessions

Physical Connectivity

<u>Product</u>	<u>Location</u>	<u>Fee</u>
<u>xNet Physical Connection</u>	<u>Primary Data Center</u>	<u>\$6,000</u>
<u>xNet Physical Connection</u>	<u>Secondary Data Center</u>	<u>\$3,000</u>

Application Sessions

<u>Product</u>	<u>Location</u>	<u>Fee</u>
<u>Order Entry Port</u>	<u>Primary Data Center</u>	<u>\$450</u>
<u>Drop Copy Port</u>	<u>Primary Data Center</u>	<u>\$450</u>

Notes:

- Fees for Connectivity and Application Sessions are assessed based on each active product at the close of business on the first day of each month. If a product is cancelled by a Member submission of a written request or via the MEMX User Portal prior to such fee being assessed then the Member will not be obligated to pay the applicable product fee. MEMX does not return pro rated fees if a product is not used for an entire month.
- MEMX does not charge for: (1) Order Entry Ports or Drop Copy Ports in the Secondary Data Center, or (2) any Test Facility Ports or MEMOIR Gap Fill Ports.

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