**EXHIBIT 5** 

Additions underscored Deletions [bracketed]

## NYSE American Equities Price List

#### **NYSE AMERICAN**

2017

Last Updated: [July 24]September 1, 2017

## [Pillar Trading Platform] NYSE American Trading Fees and Credits

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#### V. Port Fees\*

Ports for order/quote entry	No charge until October 1, 2017; thereafter, \$250 per port per month.
Ports for drop copies	No charge until October 1, 2017; thereafter, \$250 per port per month (only one fee per drop copy port shall apply, even if receiving drop copies from multiple order/quote entry ports).

#### VI. ETP Fee

No Charge.

[The following Fees and Credits are not Applicable to Trading on the Pillar Trading Platform

<sup>\*</sup> The following port fees for order/quote entry and drop copies will be prorated to the number of trading days in a billing month that a port is utilized, including any early closing days.

## **Equity Transaction Fees and Credits for Listed Securities**<sup>1</sup>

## Transactions in Securities with a Per Share Price of \$1.00 or More

Equity per Share Credit - per transaction - when adding liquidity (displayed and non-displayed orders)	\$0.0016
Equity per Share Credit - per transaction - when adding liquidity (displayed and non-displayed orders) in orders designated as retail (i.e., orders that satisfy the Retail Modifier requirements of Rule 13 – Equities)	\$0.0030; or \$0.0016 if a Mid-Point Passive Liquidity ("MPL") Order
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security)	No Charge
Non-electronic agency transactions between Floor brokers in the crowd	No Charge
Non-electronic agency transactions of Floor brokers that execute against the Book	No Charge
At the opening or at the opening only orders <sup>2</sup>	\$0.0010
Equity per Share Charge <sup>3</sup> – per transaction – for all Floor broker discretionary e-Quotes ("d-Quotes") that remove liquidity	\$0.0005
Equity per Share charge <sup>3</sup> - market at-the-close and limit at-the-close orders	\$0.00085
Equity per Share Charge <sup>3</sup> for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction (except floor brokers)	\$0.0028
Equity per Share Charge <sup>3</sup> for MPL Orders that remove liquidity from the Exchange and are not designated with a Retail Modifier as defined in Rule 13 - Equities	\$0.0028
Equity per Share Charge <sup>3</sup> for MPL orders that remove liquidity from the Exchange and are designated with a Retail Modifier as defined in Rule 13-	

<sup>&</sup>lt;sup>1</sup> Does not apply to transactions by members acting as a Designated Market Maker for own account. For purposes of determining transaction fees and credits based on quoting levels, average daily volume ("ADV") and consolidated ADV below, the Exchange may exclude shares traded any day that (1) the Exchange is not open for the entire trading day and/or (2) a disruption affects an Exchange system that lasts for more than 60 minutes during regular trading hours.

<sup>&</sup>lt;sup>2</sup> \$10,000 cap per month per member organization.

Includes shares, rights, warrants and closed end funds.

Equities	No Charge
Equity per Share Credit for all MPL orders that add liquidity to the Exchange	\$0.0016
Equity per Share Charge for all other transactions (i.e., when taking liquidity from the Exchange) - per transaction (floor brokers)	\$0.0028
Routing Fee – per share (except floor brokers) <sup>4</sup>	\$0.0030
Routing Fee – per share (floor brokers) <sup>4</sup>	\$0.0029
Closing Offset ("CO") Orders	No Charge
Transactions in Securities with a Per Share Price Below \$1.00	
Equity per Share Charge when adding liquidity to the Exchange	No Charge
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security)	No Charge
Non-electronic agency transactions between Floor brokers in the crowd	No Charge
Non-electronic agency transactions of Floor brokers that execute against the Book	No Charge
At the opening or at the opening only orders <sup>2</sup>	0.3% of the total dollar value of the transaction
Equity per Share Charge <sup>3</sup> when taking liquidity from the Exchange - per transaction	0.25% of total dollar value of the transaction
Equity per Share Charge <sup>3</sup> – Market at the Close and Limit at the Close Order	The lesser of (i) \$0.00085 per share and (ii) 0.25% of the total dollar value of the transaction

Equity per Share  $Charge^5$  – per transaction – for all d-Quotes that remove

<sup>&</sup>lt;sup>4</sup> Applies to all orders routed from NYSE American and executed in another market. Routing Fees are in lieu of NYSE American transaction charges.

liquidity	The lesser of (i) \$0.0005 per share and (ii) 0.25% of the total dollar value of the transaction
Routing Fee – per share	0.3% of the total dollar value of the transaction
Closing Offset ("CO") Orders	No Charge
Fees and Credits Applicable to Designated Market Makers on Transact	ions in
Securities with a Per Share Price of \$1.00 or more	\$0.0016 or \$0.0028 if
Equity Per Share Charge <sup>3</sup> when taking liquidity from the Exchange	·
Equity Per Share Credit <sup>6</sup> when adding liquidity to the Exchange if the CADV <sup>7</sup> in all Exchange-listed stocks during the current month is equal to or greater than 135 million shares per day	\$0.0042; or \$0.0016 if an MPL order
Equity Per Share Credit <sup>6</sup> when adding liquidity to the Exchange if the CADV <sup>7</sup> in all Exchange-listed stocks during the current month is less than 135 million shares per day	\$0.0045; or \$0.0016 if an MPL order
Monthly credit payable to a DMM, in addition to the current rate on transactions and prorated to the number of trading days in a month that a stock is assigned to a DMM, for each of that DMM's stocks whose CADV during the current month is less than 50,000 shares per day and for which the DMM has met its 10% quoting requirement in that month	\$100.00
Executions at the opening	No Charge
Equity per Share Credit for executions at the close	\$0.0005
Routing Fee – per Share Charge	\$0.0030

<sup>&</sup>lt;sup>5</sup> Includes shares, rights, warrants and closed end funds.

<sup>&</sup>lt;sup>6</sup> Rebates will be applied when (i) posting displayed and non-displayed orders on Display Book, including s-quote and s-quote reserve orders; (ii) when providing liquidity on non-displayed interest using the Capital Commitment Schedule; (iii) when executing trades in the crowd and at Liquidity Replenishment Points; and (iv) when providing liquidity on market-at-the-close and limit-at-the-close transactions. Rebates will not apply to executions at the open.

<sup>&</sup>lt;sup>7</sup> For purposes of DMM liquidity credits based on the CADV in all Exchange-listed stocks in the current month, ADV calculations exclude early closing days.

# Fees and Credits Applicable to Designated Market Makers on Transactions in Securities with a Per Share Price below \$1.00

Equity per Share Charge when taking liquidity from the Exchange	No Charge
Equity per Share Credit <sup>6</sup> when adding liquidity to the Exchange	0.25% of the total dollar value of the transaction
Monthly credit payable to a DMM, in addition to the current rate on transactions and prorated to the number of trading days in a month that a stock is assigned to a DMM, for each of that DMM's stocks whose CADV during the current month is less than 50,000 shares per day and for which the	
DMM has met its 10% quoting requirement in that month	\$100.00

Each DMM will receive all of the market data quote revenue (the "Quoting Share") received by the Exchange from the Consolidated Tape Association under the Revenue Allocation Formula of Regulation NMS with respect to any security (with a trading price either above or below \$1.00) in any month in which the DMM meets the quoting requirement of Rule 104(a)(1)(A)-Equities for that specific security.

#### **Credits Applicable to Supplemental Liquidity Providers**

Credit per Share - per transaction - for Supplemental Liquidity Providers ("SLPs") - when adding liquidity to the Exchange in securities with a per share price of \$1.00 or more, if the SLP does not meet the 5% average or more quoting requirement in an assigned security pursuant to Rule 107B-	
Equities	\$0.0016
Credit per Share - per transaction - for SLPs - when adding liquidity to the Exchange in securities with a per share price of \$1.00 or more, if the SLP meets the 5% average or more quoting requirement in an assigned security pursuant to Rule 107B-Equities	\$0.0032;
	or
	\$0.0016 if an
	MPL order
Credit per Share - per transaction - for SLPs - when adding liquidity to the	The

Exchange in securities with a per share price of \$1.00 or more in orders designated as "retail" (i.e., orders that satisfy the Retail Modifier requirements of Rule 13 – Equities)	higher of \$0.0030 or the rates above; or \$0.0016 if an MPL Order
Credit per Share - per transaction - for SLPs - when adding liquidity to the Exchange in securities with a per share price of less than \$1.00, if the SLP meets the 5% average or more quoting requirement in an assigned security pursuant to Rule 107B-Equities	\$0.0005
Fees and Credits Applicable to Executions in the Retail Liquidity Prog	ram
Retail Liquidity Provider ("RLP") credit per share per execution of a Retail Price Improvement Order ("RPI") against a Retail Order (this rate is applicable to an RLP during the first two calendar months of operation as an RLP, and, beginning on the first day of the third consecutive calendar month of operation as an RLP, is applicable to an RLP that satisfies the applicable percentage requirement of Rule 107C - Equities).	\$0.0003
Fee per share per execution of an RPI against a Retail Order by (i) a non-RLP member organization, unless the rate immediately below applies; and (ii) an RLP that, beginning on the first day of the third consecutive calendar month of operation as an RLP, does not satisfy the applicable percentage requirement of Rule 107C – Equities	\$0.0003
Non-RLP member organization credit per share per execution of an RPI against a Retail Order, if the Non-RLP member organization executes an average daily volume during the month (excluding early closing days) of at least 10,000 shares of RPIs.	\$0.0003
Retail Member Organization ("RMO") credit per share per execution of a Retail Order against an RPI or MPL Order (an RMO shall be charged according to standard fee applicable to non-Retail Orders for a Retail Order that executes against the Book. The standard routing fee shall apply to a Retail Order that is routed away from the Exchange and executed on another results.	No alessa
market)	No charge

The following Fees and Credits are not Applicable to Trading on the Pillar Trading Platform

## Transaction Fees and Credits For Non-ETP Securities Traded Pursuant to Unlisted **Trading Privileges**

## Fees and Credits applicable to Market Participants<sup>8</sup>

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders	\$0.0025	Not Applicable
		0.10% of total dollar value of the transaction (Floor brokers only)
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders, in orders designated as retail (i.e., orders that satisfy the Retail Modifier requirements of Rule 13 – Equities)	The higher of \$0.0030 or the rates above or below; or \$0.0025 if an MPL Order	Not Applicable
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security)	No Charge	No Charge
Non-electronic agency transactions between Floor brokers in the crowd	No Charge	No Charge
Non-electronic agency transactions of Floor brokers that execute against the Book	No Charge	No Charge
Equity per Share Charge <sup>8</sup> – per transaction – for all d-Quotes that remove liquidity	\$0.0005	0.20% of total dollar value of the transaction
Equity per Share Charge <sup>9</sup> for MPL orders that remove liquidity from the Exchange_and are not designated with a Retail Modifier as defined in Rule 13 - Equities	\$0.0030	Not Applicable

Does not apply to transactions by a Designated Market Maker or Supplemental Liquidity Provider for its own account (see separate fee schedule herein).
 Includes shares, rights, warrants and closed end funds.

No Charge	No Charge
\$0.0025	Not Applicable
\$0.0030	Not Applicable
\$0.0030	0.30% of total dollar value of the transaction
\$0.0035; or \$0.0025 if an MPL order	Not Applicable
	\$0.0025 \$0.0030 \$0.0030 \$0.0035; or \$0.0025 if an

## Fees and Credits applicable to Designated Market Makers (DMMs)

Equity per Share Credit <sup>11</sup> - per transaction - when	Share Price \$1.00 or more	Share Price below \$1.00
adding liquidity	\$0.0040; or \$0.0025 if an MPL order	0.20% of total dollar value of the transaction
Equity per Share Charge <sup>9</sup> for all other transactions (i.e., when taking liquidity from the Exchange)	\$0.0030	Not Applicable
Routing Fee – per share <sup>10</sup>	\$0.0030	0.30% of total dollar value of the transaction
Equity per Share Credit – per transaction for the	Not Applicable	Not Applicable

Applies to all orders routed from NYSE American and executed in another market. Routing Fees are in lieu of NYSE American transaction charges.

<sup>&</sup>lt;sup>11</sup> Rebates will be applied when (i) posting displayed and non-displayed orders on Display Book, including s-quote and s-quote reserve orders; (ii) when providing liquidity on non-displayed interest using the Capital Commitment Schedule; and (iii) when executing trades in the crowd.

displayed portion of s-Quotes – when adding liquidity in s-Quotes that display 2,000 shares or more at the time of execution with a trading price of at least \$5.00 per share .....

#### Fees and Credits applicable to Supplemental Liquidity Providers (SLPs)

Equity per Share Credit - per transaction - when adding liquidity, if SLP meets quoting requirement pursuant to	Share Price \$1.00 or more	Share Price below \$1.00
Rule 107B-Equities	\$0.0030; or \$0.0025 if an MPL order	Not Applicable
Equity per Share Credit - per transaction - when adding liquidity, if SLP does not meet quoting requirement pursuant to Rule 107B-Equities	\$0.0025	Not Applicable
Equity per Share Credit – per transaction for displayed liquidity – when adding liquidity in orders that originally display a minimum of 2,000 shares with a trading price of at least \$5.00 per share, for as long as the order is not cancelled in an amount that would reduce the original displayed amount below 2,000		
shares	\$0.0035; or \$0.0025 if an MPL order	Not Applicable
Equity per Share Credit - per transaction - when adding liquidity in orders designated as retail (i.e., orders that satisfy the requirements of Rule 107C(a)(3) – Equities) Retail Modifier requirements of Rule 13 – Equities)	The higher of \$0.0030 or the rates above; or \$0.0025 if an MPL Order	Not Applicable

#### Fees and Credits Applicable to Executions in the Retail Liquidity Program

 Non-RLP member organization credit per share per execution of an RPI against a Retail Order, if the Non-RLP member organization executes an average daily volume during the month (excluding early closing days) of at least 10,000 shares of RPIs. ...... \$0.0003

The following Fees and Credits are not Applicable to Trading on the Pillar Trading Platform

## Transaction Fees and Credits For ETPs Traded Pursuant to Unlisted Trading Privileges

## Fees and Credits applicable to Market Participants<sup>8</sup>

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders	\$0.0025	Not Applicable
		0.10% of total dollar value of the transaction (Floor brokers only)
Equity per Share Credit - per transaction - when adding liquidity, including displayed and non-displayed orders, in orders designated as retail (i.e., orders that satisfy the Retail Modifier requirements of Rule 13 – Equities)	The higher of \$0.0030 or the rates above or below; or \$0.0025 if an MPL Order	Not Applicable

Equity per Share Credit <sup>11</sup> - per transaction - when adding liquidity	<b>Share Price \$1.00 or more</b> \$0.0030; or	Share Price below \$1.00
Fees and Credits applicable to DMMs		
Routing Fee – per share 10	\$0.0030	0.30% of total dollar value of the transaction
Equity per Share Charge <sup>9</sup> for all other transactions (i.e., when taking liquidity from the Exchange)	\$0.0029	Not Applicable
Equity per Share Credit for all MPL orders that add liquidity to the Exchange	\$0.0025	Not Applicable
Equity per Share Charge <sup>9</sup> for MPL orders that remove liquidity from the Exchange and are designated with a Retail Modifier as defined in Rule 13 – Equities	No Charge	No Charge
Equity per Share Charge <sup>9</sup> for MPL orders that remove liquidity from the Exchange and are not designated with a Retail Modifier as defined in Rule 13 - Equities	\$0.0029	Not Applicable
Equity per Share Charge <sup>9</sup> – per transaction – for all d-Quotes that remove liquidity	\$0.0005	0.20% of total dollar value of the transaction
Non-electronic agency transactions of Floor brokers that execute against the Book	No Charge	No Charge
Non-electronic agency transactions between Floor brokers in the crowd	No Charge	No Charge
Agency cross trades (i.e., a trade where a Member Organization has customer orders to buy and sell an equivalent amount of the same security)	No Charge	No Charge

Equity per Share Charge <sup>9</sup> for all other transactions (i.e., when taking liquidity from the Exchange)	\$0.0029	Not Applicable
Routing Fee – per share 10	\$0.0030	0.30% of total dollar value of the transaction

#### Fees and Credits applicable to SLPs

	Share Price \$1.00 or more	Share Price below \$1.00
Equity per Share Credit - per transaction - when adding liquidity, if SLP meets quoting requirement pursuant to Rule 107B – Equities	\$0.0028; or \$0.0025 if an MPL order	Not Applicable
Equity per Share Credit - per transaction - when adding liquidity, if SLP does not meet quoting requirement pursuant to Rule 107B – Equities	\$0.0025	Not Applicable
Equity per Share Credit - per transaction - when adding liquidity in orders designated as retail (i.e., orders that satisfy the Retail Modifier requirements of Rule 13 – Equities)	The higher of \$0.0030 or the rates above; or \$0.0025 if an MPL Order	Not Applicable

#### Fees and Credits Applicable to Executions in the Retail Liquidity Program

Retail Liquidity Provider ("RLP") credit per share per execution of a Retail Price Improvement Order ("RPI") against a Retail Order (this rate is applicable to an RLP during the first two calendar months of operation as an RLP, and, beginning on the first day of the third consecutive calendar month of operation as an RLP, is applicable to an RLP that satisfies the applicable percentage requirement of Rule 107C - Equities)..... \$0.0003

Non-RLP member organization credit per share per execution of an RPI against a Retail Order, if the Non-RLP member organization executes an average daily volume during the month (excluding early closing days) of at least 10,000 shares of RPIs.	\$0.0003
Retail Member Organization ("RMO") credit per share per execution of a Retail Order against an RPI or MPL Order (an RMO shall be charged according to standard fee applicable to non-Retail Orders for a Retail Order that executes against the Book. The standard routing fee shall apply to a Retail Order that is routed away from the Exchange and executed on another market)	No charge
Crossing Sessions	
NYSE Crossing Session I (Single Stocks)	No Charge
NYSE Crossing Session II (Portfolios) – Equity per Share Charge – per transaction (charged to both sides) – subject to a \$100,000 cap per month per member organization for (i) NYSE American Equities listed securities, and separately (ii) NYSE American traded securities	\$0.0004]
* * * *	
[Risk Management Gateway ("RMG", SM)	
Number of Connections (Monthly):  Amo	unt of Charge:
First Connection (up to 1000 messages per second)	\$3,000.00
Every additional Connection (up to 1000 messages per second)	\$1,000.00
<b>Equipment Fees</b> Schedule of Annual Charges, unless otherwise noted	
Radio Paging Service	
Base charge (unit and first channel)	. \$408.50

## **Financial Vendor Services**

Administrative Fee Per ITPN User <sup>12</sup> Various Products  *****	
Cellular Phones	
Phone and Headset Ongoing Maintenance – per phone	
Booth Telephone System	
Annual Telephone Line Charge	\$400.00 per phone number
Single line phone, jack, and data jack	129.00
Service Charges <sup>15</sup>	
Install single jack (voice or data)  Relocate jack  Remove jack  Install voice or data line  Disconnect data line  Change phone line subscriber  Miscellaneous telephone charges 16  Internet Equipment Monthly Hosting Fee (per member organization, charged once for both NYSE American and NYSE).	107.50 53.75 107.50 53.75

Plus appropriate sales tax where applicable.
Plus sales tax.

The Exchange will make all efforts to perform services during hours covered by the maintenance contract; however, tasks performed during overtime hours will be billed at a rate of 25% above the normal service charge.

To be billed at \$106 per hour in 15 minute increments.

or \$400 per quarter rack (beginning January 1, 2015)

multiple order/quote entry

## System Processing Fees

## Online Comparison System (OCS)

## Transaction Fees:

Next Day Submission (Adds or Adjustments) and Questioned Trade	
Charge – per submission or questioned trade	\$0.50
Step Out Charge (Adds or Adjustments) – per transaction	0.25
Transactions submitted to the Exchange for trade date comparison	
(Adds) – per submission	0.10

## **Merged Order Report**

Charge per copy (other than first copy):  Machine Readable Output and Print Image Transmission	\$3.00 per 1,000 records
Hard Copy	4.50 per 1,000 lines
The following Fees and Credits are not Applicable to Trading on a	the Pillar Trading Platform
Port Fees (not applicable to ports used for RMG, which are not ch	arged)
Ports for order/quote entry	\$550 per port per month for users of 6 or more ports, except that DMMs shall not be charged for ports that connect to the Exchange via the DMM Gateway
Ports for drop copies	\$550 per port per month (only one fee per drop copy port shall apply, even if receiving drop copies from

ports), except that DMMs shall not be charged for ports that connect to the Exchange via the DMM Gateway]

## **Regulatory Fees**

Registration Fees

Designated Examining Authority	
Fee	\$.00040 per dollar of gross revenue as reported
	on quarterly or annual FOCUS Report Form X-
	17A-5 (or replacement Form). Fee is subject to a
	monthly minimum of \$1,000 for clearing firms
	and \$275 for non-clearing firms. Excludes
	commodity commission revenue.

Application Resulting in Statutory Disqualification Proceedings ....... \$2,000

## **CRD Fees for Member Organizations that are not FINRA Members**

Early in Mark Error III filed for the market of a	¢100
Each initial Form U4 filed for the registration of a	\$100
representative or principal	
Additional processing of each initial or amended Form	\$110
U4, Form U5 or Form BD that includes the initial	
reporting, amendment, or certification of one or more	
disclosure events or proceedings	
Processing and posting to the CRD system each set of	\$15
fingerprints submitted electronically to FINRA, plus	
any other charge that may be imposed by the U.S.	
Department of Justice for processing each set of	
fingerprints	
Processing and posting to the CRD system each set of	\$30
fingerprint cards submitted in non-electronic format to	
FINRA, plus any other charge that may be imposed by	
the U.S. Department of Justice for processing each set	
of fingerprints	
Processing and posting to the CRD system each set of	\$30
fingerprint results and identifying information that	
have been processed through another self-regulatory	
organization and submitted to FINRA	
System processing for each registered representative	\$45 annually
and principal	

[17 Reserved. 18 Reserved.

<sup>19</sup> Reserved.]

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