

EXHIBIT 5

Added text underlined;
Deleted text in [brackets].

NYSE American LLC Company Guide

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Sec. 101. GENERAL

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(a) INITIAL LISTING STANDARD 1

- (1) *Size*—Stockholders' equity of at least \$4,000,000.
- (2) *Income*—Pre-tax income from continuing operations of at least \$750,000 in its last fiscal year, or in two of its last three fiscal years.
- (3) *Distribution*—See Section 102(a).
- (4) [Stock Price/] Aggregate Market Value of Unrestricted Publicly-Held Shares [Publicly Held]—\$15,000,000* [See Section 102(b)].
- (5) Stock Price—\$4 per share.

(b) INITIAL LISTING STANDARD 2

- (1) *History of Operations*—Two years of operations.
- (2) *Size*—Stockholders' equity of at least \$[4,000,000]5,000,000.
- (3) *Distribution*—See Section 102(a).
- (4) *Aggregate Market Value of Unrestricted Publicly-Held Shares*—\$15,000,000*.
- (5) *Stock Price*[/ *Market Value of Shares Publicly Held*—See Section 102(b)]—\$4 per share.

(c) INITIAL LISTING STANDARD 3

- (1) *Size*—Stockholders' equity of at least \$4,000,000.
- (2) *Total Value of Market Capitalization*—\$50,000,000. Current publicly-traded companies listing under Initial Listing Standard 3 must meet this requirement and the \$4 minimum market price requirement for 90 consecutive trading days prior to applying for listing.
- (3) *Aggregate Market Value of Unrestricted Publicly-Held Shares*—\$15,000,000*.
- (4) *Distribution*—See Section 102(a).
- (5) *Stock Price*[/ *Market Value of Shares Publicly Held*—See Section 102(b)]—\$4 per share.

(d) INITIAL LISTING STANDARD 4

(1) Total Value of Market Capitalization—\$75,000,000. Current publicly-traded companies listing under Initial Listing Standard 4 must meet this requirement and the \$4 minimum market price requirement for 90 consecutive trading days prior to applying for listing; or Total assets and total revenue—\$75,000,000 each in its last fiscal year, or in two of its last three fiscal years.

(2) Aggregate Market Value of Unrestricted Publicly-Held Shares—\$20,000,000*.

(3) Distribution—See Section 102(a).

(4) Stock Price/[Market Value of Shares Publicly Held—See Section 102(b)]—\$4 per share.

*In addition to meeting all of the requirements of one of Initial Listing Standards 1-4 above, any company listing in connection with an initial public offering (including through the issuance of American Depository Receipts) or other underwritten public offering must have a market value of Unrestricted Publicly-Held Shares of at least \$15,000,000. This requirement must be satisfied from the offering proceeds.

For purposes of this Sec. 101:

"Publicly-Held Shares" means shares not held directly or indirectly by an officer, director or any person who is the beneficial owner of more than 10 percent of the total shares outstanding. Determinations of beneficial ownership in calculating publicly held shares shall be made in accordance with Rule 13d-3 under the Act.

"Restricted Securities" means securities that are subject to resale restrictions for any reason, including, but not limited to, securities: (1) acquired directly or indirectly from the issuer or an affiliate of the issuer in unregistered offerings such as private placements or Regulation D offerings; (2) acquired through an employee stock benefit plan or as compensation for professional services; (3) acquired in reliance on Regulation S, which cannot be resold within the United States; (4) subject to a lockup agreement or a similar contractual restriction; or (5) considered "restricted securities" under Rule 144.

"Unrestricted Securities" means securities that are not Restricted Securities."

"Unrestricted Publicly-Held Shares" means the Publicly Held Shares that are Unrestricted Securities.

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Sec. 102. EQUITY ISSUES

(a) *Distribution*—Minimum public distribution* of 500,000, together with a minimum of 800 public shareholders or minimum public distribution of 1,000,000 shares together with a minimum of 400 public shareholders.

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(b) [*Stock Price/Market Value of Shares Publicly Held*— The Exchange requires a minimum market price of \$3 per share for applicants seeking to qualify for listing pursuant to Section 101 (a), (b) or (d), a minimum market price of \$2 per share for applicants seeking to qualify for listing pursuant to Section 101(c), and \$3,000,000 aggregate market value of publicly held shares for applicants seeking to qualify for listing pursuant to Section 101(a).

(c) [*Voting Rights*—See §122.

* The terms "public distribution" and "public shareholders" as used in the *Company Guide* include both shareholders of record and beneficial holders but [are exclusive of the holdings of officers, directors, controlling shareholders and other concentrated (i.e. 10% or greater), affiliated or family holdings] include only Publicly-Held Shares as defined in Section 101 for purposes of calculations.

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Sec. 1003. APPLICATION OF POLICIES

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(b) [*Limited Distribution—Reduced Market Value*—The Exchange will normally consider suspending dealings in, or removing from the list, a security when any one or more of the following conditions exist:

(i) *common stock*:

(A) if the number of [shares publicly held (exclusive of holdings of officers, directors, controlling shareholders or other family or concentrated holdings)] Publicly-Held Shares (as such term is defined in Section 101) is less than 200,000; or

(B) if the total number of [public shareholders] holders of Publicly-Held Shares is less than 300; or

(C) if the aggregate market value of [shares publicly held] Publicly-Held Shares is less than \$1,000,000 for more than 90 consecutive days.

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