

NYSE Euronext, Inc.  
Form 3  
April 03, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Chai Nelson		(Month/Day/Year)	NYSE Euronext, Inc. [NYX]	
(Last)	(First)	(Middle)	04/03/2007	
C/ONYSE EURONEXT, 11		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
WALL STREET				
(Street)				
NEW YORK, NY 10005				
(City)	(State)	(Zip)		

(Check all applicable)

<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other	
(give title below)	(specify below)	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01 per share <sup>(1)</sup>	32,035	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Common Stock, par value \$0.01 per share	Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Options (right to buy)	Â <u>(2)</u>	03/15/2015	Common Stock, par value \$0.01 per share	25,648	\$ 19.3	D	Â
Employee Stock Options (right to buy)	Â <u>(3)</u>	08/11/2014	Common Stock, par value \$0.01 per share	13,125	\$ 11.5	D	Â
Employee Stock Options (right to buy)	Â <u>(4)</u>	08/22/2010	Common Stock, par value \$0.01 per share	72,222	\$ 20.25	D	Â
Employee Stock Options (right to buy)	Â <u>(5)</u>	11/18/2013	Common Stock, par value \$0.01 per share	15,806	\$ 13.41	D	Â
Employee Stock Options (right to buy)	Â <u>(6)</u>	02/02/2017	Common Stock, par value \$0.01 per share	6,209	\$ 99.5	D	Â
Restricted Stock Units	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock, par value \$0.01 per share	6,219	\$ <u>(7)</u>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chai Nelson C/ONYSE EURONEXT 11 WALL STREET NEW YORK, NY 10005	Â	Â	Â CFO and Mgmt Cmtee Member	Â

## Signatures

/s/ C. M. Courtney under POA dated March 27,  
2007

04/03/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).  
Acquired in exchange for an equal number of equivalent securities of NYSE Group, Inc. in connection with the consummation on April 4, 2007, of the transactions contemplated by the Amended and Restated Combination Agreement dated November 27, 2007 by and among the Issuer, NYSE Group, Inc., Euronext N.V. and Jefferson Merger Sub, Inc.
- (1) Options to purchase 22,442 shares are exercisable; the remainder become exercisable in two equal installments on each of March 16, 2007 and March 16, 2008.
- (2) Options to purchase 4,375 shares are exercisable; the remainder become exercisable in two equal installments on each of August 11, 2007 and August 11, 2008.
- (3) All options are currently exercisable.
- (4) Options to purchase 10,945 shares are exercisable; the remainder become exercisable on November 17, 2007.
- (5) Options vest and become exercisable in three equal installments on each of February 3, 2008, 2009, and 2010, subject to the Reporting Person's continued employment with the Issuer.
- (6) Each Restricted Stock Unit ("RSU") represents the right to receive one share of the Issuer's Common Stock. RSUs vest and shares are delivered in three equal installments on each of February 3, 2008, 2009, and 2010, subject to the Reporting Person's continued employment with the Issuer.
- (7)

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### Remarks:

ExhibitÂ 24.1,Â PowerÂ ofÂ Attorney,Â isÂ attached.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.