

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 <b>and</b> Ticker or Trading Symbol                         |  |
| Putnam Gerald D                           |         | (Month/Day/Year)                     | NYSE Euronext, Inc. [NYX]  |  |
| (Last)                                    | (First) | (Middle)                             | 04/03/2007   |  |
| C/O NYSE EURONEXT, 11 WALL STREET         |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| NEW YORK, NY 10005                        |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | Member of Management Committee   | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**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> | 646,358   | I  | See Footnote <sup>(2)</sup>                           |

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  | Amount or Number of Shares                          |                   | or Indirect (I) (Instr. 5) |   |
|--|------------------|------------------|---|-------------------|----------------------------|---|
| Employee Stock Options (right to buy) <sup>(1)</sup> | Â <sup>(3)</sup> | 03/16/2015       | Common Stock, par value \$0.01 per share<br>55,700  | \$ 19.3           | D                          | Â |
| Employee Stock Options (right to buy) <sup>(1)</sup> | Â <sup>(4)</sup> | 08/11/2014       | Common Stock, par value \$0.01 per share<br>316,666 | \$ 11.5           | D                          | Â |
| Employee Stock Options (right to buy) <sup>(1)</sup> | Â <sup>(5)</sup> | 11/18/2013       | Common Stock, par value \$0.01 per share<br>222,222 | \$ 13.41          | D                          | Â |
| Employee Stock Options (right to buy) <sup>(1)</sup> | Â <sup>(6)</sup> | 02/02/2017       | Common Stock, par value \$0.01 per share<br>19,755  | \$ 99.5           | D                          | Â |
| Restricted Stock Units <sup>(1)</sup>                | Â <sup>(7)</sup> | Â <sup>(7)</sup> | Common Stock, par value \$0.01 per share<br>19,786  | \$ <sup>(7)</sup> | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                  |       |
|--|---------------|-----------|----------------------------------|-------|
|  | Director      | 10% Owner | Officer                          | Other |
| Putnam Gerald D<br>C/O NYSE EURONEXT<br>11 WALL STREET<br>NEW YORK, NY 10005 | Â             | Â         | Â Member of Management Committee | Â     |

## Signatures

/s/ C. M. Courtney under POA dated April 2, 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).

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- 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.

- (2) Consists of 641,358 shares owned by GSP, LLC and 5,000 shares owned by the Putnam Family Foundation. Mr. Putnam owns a controlling interest in GSP, LLC and is the president of G&S Management Co., the manager of GSP, LLC. Mr. Putnam is the President of the Putnam Family Foundation, a charitable organization. Mr. Putnam does not have a pecuniary interest in the Putnam Family Foundation and disclaims beneficial ownership in shares owned by the Putnam Family Foundation.

- (3) Options to purchase 48,737 shares are exercisable; the remainder become exercisable in two equal installments on each of March 16, 2008, and March 16, 2009.
- (4) Options to purchase 277,083 shares are exercisable; the remainder become exercisable in two equal installments on each of August 11, 2007 and August 11, 2008.
- (5) Options to purchase 208,334 shares are exercisable; the remainder become exercisable on November 17, 2007.
- (6) 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.

- (7) 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.

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### Remarks:

Exhibit 24.1, Power of Attorney, is attached.

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

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