

NYSE Euronext
Form 4
November 06, 2009

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
MCNULTY JAMES J

(Last) (First) (Middle)

C/O NYSE EURONEXT, 11 WALL STREET

(Street)

NEW YORK, NY 10005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NYSE Euronext [NYX]

3. Date of Earliest Transaction
(Month/Day/Year)

12/11/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock, par value \$0.01 per share | 12/11/2008 | | J | | 12,370 A \$ 0 (1) | 29,370 | D |
| Common Stock, par value \$0.01 per share | 06/05/2009 | | J | | 12,370 D \$ 0 (2) | 17,000 | D |

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|--|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | (3) | 12/11/2008 | | J | | 12,370 | | (4) | (4) | Common Stock, par value \$0.01 per share | 12,370 |
| Restricted Stock Units | (3) | 06/05/2009 | | J | | 12,370 | | (5) | (5) | Common Stock, par value \$0.01 per share | 12,370 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MCNULTY JAMES J C/O NYSE EURONEXT 11 WALL STREET NEW YORK, NY 10005 | X | | | |

Signatures

Janet M. Kissane under POA dated April 4, 2007 11/06/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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).

(1) As a result of an administrative error by the Issuer, 12,370 Restricted Stock Units (RSUs) under the NSYE Euronext 2008 Omnibus Incentive Plan (Plan) were mistakenly converted into common stock of the Issuer. As described in note (2), these shares of common stock were returned to the Issuer and the shares were converted back into RSUs to restore the RSUs to the Reporting Person's RSU account under the Plan, thereby correcting the administrative error.

(2)

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These shares of common stock are the shares that were mistakenly credited to the Reporting Person, as described in note (1). They were returned to the Issuer to be restored to RSUs, as described in note (1).

- (3) Each RSU under the Plan represents the right to receive one share of the Issuer's common stock.
- (4) These RSUs were mistakenly converted into shares of common stock of the Issuer, as described in note (1).

- These RSUs represent the restoration of the RSUs prematurely and mistakenly converted into shares of common stock of the Issuer, as described in notes (1), (2) and (4). The RSUs are fully vested; the issuer will deliver to the Reporting Person one share of its common stock for each RSU upon the Reporting Person's termination of service on the Board of Directors for any reason other than termination for cause, which event has not occurred.
- (5)

- (6) This total includes 4,078 RSUs awarded between the events described in notes (4) and (5), as reported on Form 4 dated April 3, 2009

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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