

Harry Serge  
Form 5  
February 14, 2008

# FORM 5

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
Harry Serge

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2007

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)  
Management Committee Member

6. Individual or Joint/Group Reporting

(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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Units - Parisbourse Action Fund (1)	07/13/2007	^	L(2)	13	A	\$ (2)	5,862 (3)	D	^
Units - Euronext Growth Fund (4)	07/13/2007	^	L(2)	12	A	\$ (2)	5,450 (5)	D	^
	12/14/2007(6)	^	A4(6)	5,179	A	\$ 0	78,829	D	^

Common Stock, par value \$0.01 per share										
Units - Parisbourse Action Fund (1)	12/21/2007	Â	L	19	A	\$ (7)	5,881 (3)	D	Â	
Units - Euronext Growth Fund (4)	12/28/2007	Â	L(2)	11	A	\$ (2)	5,461 (5)	D	Â	
Units - Parisbourse Action Fund (1)	12/28/2007	Â	L(2)	12	A	\$ (2)	5,893 (3)	D	Â	
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	33	I	See Footnote (8)	
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	5,000	I	See Footnote (9)	
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	5,000	I	See Footnote (9)	
Common Stock - Euronext NV (10)	Â	Â	Â	Â	Â	Â	5	I	See Footnote (10)	

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

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SEC 2270 (9-02)

**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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D S B O E I S F
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(Instr. 3,  
4, and 5)

(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Harry Serge C/O NYSE EURONEXT 11 WALL STREET NEW YORK, NY 10005	Â	Â	Â	Management Committee Member Â

## Signatures

C. M. Courtney under POA dated March 27,  
2007 02/14/2008

\_\_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).

- The Parisbourse Action Fund is a fund instituted for the benefit of Euronext N.V. employees that principally holds shares of the Issuer. Based on information received from the Fund, one Unit of the Fund represents an interest in approximately one share of Issuer Common Stock. Participants in the Fund receive cash upon withdrawal of units in the Fund. The Reporting Person is a director of the Parisbourse Action Fund, but does not control the voting or disposition of the Issuer common stock owned by the fund, and disclaims beneficial ownership of shares of the Parisbourse Action Fund beyond the extent of his pecuniary interest therein.
- (1) Stock. Participants in the Fund receive cash upon withdrawal of units in the Fund. The Reporting Person is a director of the Parisbourse Action Fund, but does not control the voting or disposition of the Issuer common stock owned by the fund, and disclaims beneficial ownership of shares of the Parisbourse Action Fund beyond the extent of his pecuniary interest therein.
  - (2) Represents units issued as a dividend reinvestment.
  - (3) Total includes approximately 1233 units issued pursuant to a unit dividend effected April 19, 2007 with the intention of adjusting the value of one unit to approximate the value of one share of Issuer common stock.
- The Euronext Growth Fund is a fund instituted for the benefit of Euronext N.V. employees that principally holds shares of the Issuer. Based on information received from the Fund, one Unit of the Fund represents an interest in approximately one shares of Issuer Common Stock. Participants in the Fund receive cash upon withdrawal of units in the Fund.
- (4) Based on information received from the Fund, one Unit of the Fund represents an interest in approximately one shares of Issuer Common Stock. Participants in the Fund receive cash upon withdrawal of units in the Fund.
  - (5) Total includes approximately 1147 units issued pursuant to a unit dividend effected April 19, 2007 with the intention of adjusting the value of one unit to approximate the value of one share of Issuer common stock.
- Represents the acquisition of shares of common stock of the Issuer resulting from the election on December 14, 2007 to accelerate the vesting of performance shares awarded to the Reporting Person under the 2006 Euronext Executive Incentive Plan at 100% of the target level of the award, thus eliminating all contingencies beyond the control of the Issuer and the Reporting Person as to the amount of the award. The shares of common stock underlying the award were subject to transfer restrictions through December 31, 2007, and were delivered on February 6, 2008.
- (6) level of the award, thus eliminating all contingencies beyond the control of the Issuer and the Reporting Person as to the amount of the award. The shares of common stock underlying the award were subject to transfer restrictions through December 31, 2007, and were delivered on February 6, 2008.
  - (7) 60.83 euros per Fund unit
- Represents shares of Issuer Common Stock held in the Elements Plan, an employee benefit plan sponsored by Euronext N.V., a subsidiary of the Issuer but managed by an independent third party. The plan provides for equity contributions by the Issuer under certain circumstances.
- (8) Represents shares of Issuer Common Stock held in the Elements Plan, an employee benefit plan sponsored by Euronext N.V., a subsidiary of the Issuer but managed by an independent third party. The plan provides for equity contributions by the Issuer under certain circumstances.
  - (9) Represents gifted shares previously reported as indirectly owned pursuant to Rule 16a-1(a)(2)(ii)(A). Notwithstanding, the reporting person disclaims beneficial ownership of such shares, and this report should not be deemed an admission that the reporting person is the beneficial owner of such shares for purposes of Section 16 or for any other purpose.

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Represents shares of Euronext N.V., a subsidiary of the issuer, held in the Elements Plan, an employee benefit plan of the issuer.

- (10) Pursuant to a liquidity arrangement between the issuer and each Elements Plan participant, these shares are exchangeable for shares of common stock of the issuer at a ratio to be calculated at the time of exchange.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.