

NYSE Euronext
Form 4
May 19, 2008

FORM 4

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

OMB APPROVAL

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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 *
Bellegarde Roland

(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)
05/15/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Grp EVP & Hd - Erpn Execution

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 |
| Ordinary Shares - Euronext, N.V. (1) | 05/15/2008 | | M | | 12,000 | A | (2) 12,000 |
| Ordinary Shares - Euronext, N.V. (1) | 05/15/2008(3) | | D | | 12,000 | D | (4) 0 |

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

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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 |
| Employee Stock Options - Right to Buy ⁽⁵⁾ | <u>2</u> | 05/15/2008 | | M | 15,159 ⁽⁵⁾ | 04/04/2007 | 09/17/2011 | Ordinary Shares - Euronext N.V. ⁽⁵⁾ | 12,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bellegarde Roland C/O NYSE EURONEXT 11 WALL STREET NEW YORK, NY 10005 | | | Grp EVP & Hd - Erpn Execution | |

Signatures

/s/ C. M. Courtney under POA dated March 21, 2007

05/19/2008

__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).

(1) Euronext, N.V. is a subsidiary of the Issuer.

(2) 22.28 Euros per ordinary share of Euronext, N.V.

(3) The date of final judgment of the Enterprise Chamber of the Amsterdam Court of Appeals on the matter of the statutory buy-out of the remaining minority Euronext shareholders holding approximately 2% of the shares of Euronext, N.V., setting the terms on which those shares will be acquired by the Issuer. Payment for such shares is expected to be made on or about May 20, 2008.

(4) 94.13 euros (Approx US\$ 145.32) per ordinary share of Euronext, N.V. Includes accrued interest from May 15, 2008 through May 19, 2008.

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Represents options to acquire 12,000 ordinary shares of Euronext, N. V., a subsidiary of the Issuer. The number reported here and in prior filings is the approximate number of shares of Issuer Common Stock that 12,000 shares of Euronext, N.V. would have been converted (5) into had those shares been exchanged at the time of 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.

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.