

NASDAQ STOCK MARKET INC  
 Form 4  
 December 12, 2007

**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 \*  
 HUTCHINS GLENN H

2. Issuer Name and Ticker or Trading Symbol  
 NASDAQ STOCK MARKET INC  
 [NDAQ]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 9 WEST 57TH STREET, 25TH FLOOR  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/10/2007

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

NEW YORK, NY 10019

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	12/10/2007		S <sup>(3)</sup>	2,800 D \$ 47.24	253,673	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007		S <sup>(3)</sup>	3,035 D \$ 47.25	250,638	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007		S <sup>(3)</sup>	2,985 D \$ 47.26	247,653	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common	12/10/2007		S <sup>(3)</sup>	1,600 D \$ 47.27	246,053	I <sup>(2)</sup>	By Silver

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Stock								Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	1,800	D	\$ 47.275	244,253	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	6,506	D	\$ 47.28	237,747	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	900	D	\$ 47.285	236,847	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	100	D	\$ 47.289	236,747	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	5,370	D	\$ 47.29	231,377	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	1,600	D	\$ 47.295	229,777	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	100	D	\$ 47.298	229,677	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	2,085	D	\$ 47.3	227,592	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	600	D	\$ 47.305	226,992	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	400	D	\$ 47.31	226,592	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	200	D	\$ 47.315	226,392	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	3,100	D	\$ 47.33	223,292	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	1,600	D	\$ 47.34	221,692	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	2,100	D	\$ 47.35	219,592	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>

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Common Stock	12/10/2007	S <sup>(3)</sup>	1,715	D	\$ 47.36	217,877	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	100	D	\$ 47.367	217,777	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	7,400	D	\$ 47.37	210,377	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	400	D	\$ 47.375	209,977	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	900	D	\$ 47.386	209,077	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	600	D	\$ 47.39	208,477	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	800	D	\$ 47.399	207,677	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	300	D	\$ 47.4	207,377	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	200	D	\$ 47.405	207,177	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	2,200	D	\$ 47.41	204,977	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	100	D	\$ 47.43	204,877	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	1,500	D	\$ 47.44	203,377	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>

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

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(9-02)

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

