NASDAQ STOCK MARKET INC Form 8-K January 31, 2008

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# FORM 8-K

#### **CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 31, 2008

# THE NASDAQ STOCK MARKET, INC.

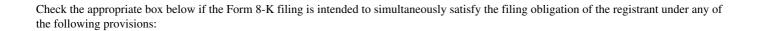
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction

000-32651 (Commission File Number) 52-1165937 (I.R.S. Employer

of incorporation) Identification No.)

One Liberty Plaza, New York, New York 10006
(Address of principal executive offices) (Zip code)
Registrant s telephone number, including area code: (212) 401-8700



- " Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- " Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- " Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### Item 2.02. Results of Operations and Financial Condition.

On January 31, 2008, The Nasdaq Stock Market, Inc. ( Nasdaq ) issued a press release providing financial results for the fourth quarter of 2007. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information set forth under Item 2.02 Results of Operations and Financial Condition is intended to be furnished pursuant to Item 2.02. Such information, including Exhibit 99.1, shall not be deemed filed for purposes of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference into any of Nasdaq s filings under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Exhibit Description

99.1 Press release dated January 31, 2008.

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 31, 2008 THE NASDAQ STOCK MARKET, INC.

By: /s/ Edward S. Knight Edward S. Knight

Executive Vice President and General Counsel