

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 Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	12/10/2007		S <sup>(3)</sup>	6,200 D \$ 47.65	126,154	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007		S <sup>(3)</sup>	300 D \$ 47.655	125,854	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007		S <sup>(3)</sup>	200 D \$ 47.659	125,654	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common	12/10/2007		S <sup>(3)</sup>	1,600 D \$ 47.66	124,054	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>	1,300	D	\$ 47.665	122,754	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	3,900	D	\$ 47.67	118,854	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	100	D	\$ 47.675	118,754	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	7,877	D	\$ 47.68	110,877	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	200	D	\$ 47.685	110,677	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	200	D	\$ 47.69	110,477	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	800	D	\$ 47.695	109,677	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	4,800	D	\$ 47.7	104,877	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	9,300	D	\$ 47.71	95,577	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	1,100	D	\$ 47.715	94,477	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	3,400	D	\$ 47.72	91,077	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	2,200	D	\$ 47.725	88,877	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	400	D	\$ 47.727	88,477	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>
Common Stock	12/10/2007	<u>S</u> <sup>(3)</sup>	100	D	\$ 47.729	88,377	I <u>(2)</u>	By Silver Lake Funds <u>(1)</u>

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Common Stock	12/10/2007	S <sup>(3)</sup>	2,700	D	\$ 47.73	85,677	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	4,236	D	\$ 47.74	81,441	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	100	D	\$ 47.745	81,341	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	5,598	D	\$ 47.75	75,743	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	400	D	\$ 47.755	75,343	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	100	D	\$ 47.759	75,243	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	400	D	\$ 47.76	74,843	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	7,200	D	\$ 47.77	67,643	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	551	D	\$ 47.78	67,092	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	2,951	D	\$ 47.79	64,141	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	1,600	D	\$ 47.795	62,541	I <sup>(2)</sup>	By Silver Lake Funds <sup>(1)</sup>
Common Stock	12/10/2007	S <sup>(3)</sup>	400	D	\$ 47.798	62,141	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)

