

NYSE Euronext  
Form DEFA14A  
March 17, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a)**  
**of the Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

<input type="checkbox"/>	Preliminary Proxy Statement	<input type="checkbox"/>	<b>Confidential, For Use of the Commission Only</b>
<input type="checkbox"/>	Definitive Proxy Statement		
<input checked="" type="checkbox"/>	Definitive Additional Materials		<b>(as permitted by Rule 14a-6(e)(2))</b>
<input type="checkbox"/>	Soliciting Material Pursuant to § 240, 14a-12		

**NYSE Euronext**

(Name of Registrant as Specified in its Charter)

N/A

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
- (2) Form, Schedule or Registration Statement No.:
- (3) Filing Party:
- (4) Date Filed:

**\*\*\* Exercise Your *Right* to Vote \*\*\***

**Important Notice Regarding the Availability of Proxy Materials for the  
Shareholder Meeting to Be Held on April 28, 2011.**

NYSE EURONEXT

**Meeting Information**

**Meeting Type:** Annual  
**For holders as of:** March 1, 2011

**Date:** April 28, 2011    **Time:** 8:00 a.m. New York  
**Location:** NYSE EURONEXT  
11 WALL STREET  
NEWYORK, NY 10005

Meeting live via the Internet-please visit

[www.virtualshareholdermeeting.com/nyx](http://www.virtualshareholdermeeting.com/nyx).

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

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## Before You Vote

### How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

NOTICE AND PROXY STATEMENT FORM 10-K

**How to View Online:**

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET*: [www.proxyvote.com](http://www.proxyvote.com)
- 2) *BY TELEPHONE*: 1-800-579-1639
- 3) *BY E-MAIL*\*: [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 14, 2011 to facilitate timely delivery.

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## How To Vote

### Please Choose One of the Following Voting Methods

**Vote In Person:** If you choose to vote these shares in person at the meeting, you must request a legal proxy. To do so, please follow the instructions at [www.proxyvote.com](http://www.proxyvote.com) or request a paper copy of the materials, which will contain the appropriate instructions. Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance.

**Vote By Internet:**

*Before The Meeting:* Go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow available and follow the instructions.

*During The Meeting:* Go to [www.virtualshareholdermeeting.com/nyx](http://www.virtualshareholdermeeting.com/nyx). Have the information that is printed in the box marked by the arrow available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a voting instruction form.

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**Voting Items**

**The Board of Directors recommends you vote**

**FOR the following proposals:**

1. Election of Directors.
2. To ratify the appointment of PricewaterhouseCoopers LLP as NYSE Euronext's independent registered public accountants for the fiscal year ending December 31, 2011.

**Nominees:**

- 1a. André Bergen
  - 1b. Ellyn L. Brown
  - 1c. Marshall N. Carter
  - 1d. Dominique Cerutti
  - 1e. Patricia M. Cloherty
  - 1f. Sir George Cox
  - 1g. Sylvain Hefes
  - 1h. Jan-Michiel Hessels
  - 1i. Duncan M. McFarland
  - 1j. James J. McNulty
  - 1k. Duncan L. Niederauer
  - 1l. Ricardo Salgado
  - 1m. Robert G. Scott
  - 1n. Jackson P. Tai
3. To approve the Company's proposal to adopt majority voting with respect to certain provisions in our Certificate of Incorporation that currently require an 80% stockholder vote to amend (the Proposed Charter Amendment).
  4. To approve the Company's advisory vote on executive compensation (the Say-on-Pay proposal).
  5. Should there be an advisory stockholder vote to approve executive compensation disclosure every one year, every two years or every three years? (the Say-When-on-Pay proposal).

**The Board of Directors does not have a recommendation for voting on the following proposal:**

**The Board of Directors recommends you vote AGAINST the following proposals:**

6. To approve the stockholder proposal to give holders of 10% of the outstanding common stock the power to call a special stockholder meeting (the Kenneth Steiner Proposal).
7. To approve the stockholder proposal regarding action by written consent (the William Steiner Proposal).

To transact such other business as may properly come before the meeting or any adjournment or postponement thereof.

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1o. Rijnhard van Tets

1p. Sir Brian Williamson  
M30242-P05205

**Voting Instructions**

M30243-P05205