SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Borse Dubai LTD	2. Date of Event Requiring Staten Month/Day/Year 02/27/2008	nent 1	3. Issuer Name and Ticker or Trading Symbol <u>NASDAQ OMX GROUP, INC.</u> [NDAQ]					
(Last) (First) (Middle) P.O. BOX 506690 LEVEL7, PRECINCT BLDG5, GATE DIST. (Street) DIFC, DUBAI, UAE			4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below)		er	(Mon 6. Inc Appli	th/Day/Year) lividual or Joint cable Line) Form filed by	ate of Original Filed /Group Filing (Check y One Reporting Person y More than One erson
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock, par value \$0.01 per share ("Common Stock")			42,901,148	D				
Common Stock			17,660,367	Ι		By Borse Dubai Nasdaq Share Trust ⁽¹⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securit	ity (Instr. 4) Conver or Exer		rcise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
Explanation of Responses:	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price o Derivat Securit	ive	Direct (D) or Indirect (I) (Instr. 5)	

1. 42,901,148 shares of Common Stock are held directly by Borse Dubai Limited ("Borse Dubai"). 17,660,367 shares of Common Stock are held directly by Borse Dubai Nasdaq Share Trust (the "Trust"), of which Borse Dubai is the sole beneficial owner. As the sole beneficial owner of the Trust, Borse Dubai is therefore deemed to have indirect beneficial ownership of all the Common Stock held by the Trust.

/s/ Anthony Juliano

03/07/2008 Date

** Signature of Reporting Person

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.