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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 15, 2006**

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**THE NASDAQ STOCK MARKET, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-32651**  
(Commission File Number)

**52-1165937**  
(I.R.S. Employer  
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**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- 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))
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**Item 8.01. Other Events.**

On November 15, 2006, The Nasdaq Stock Market, Inc. issued a press release announcing that it is repaying \$250 million of its senior bank debt issued to finance acquisitions. The optional prepayment will be paid with cash on hand and will not trigger a prepayment penalty.

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.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	Press Release dated November 15, 2006.

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.

THE NASDAQ STOCK MARKET, INC.

Dated: November 15, 2006

By: /s/ Edward S. Knight

Edward S. Knight

Executive Vice President and General Counsel

**For Release:** November 15, 2006

**Media Contact:** Bethany Sherman, NASDAQ  
(212) 401-8714

**Investor Contact:** Vincent Palmiere, NASDAQ  
(212) 401-8742

**NASDAQ TO REPAY \$250 MILLION OF SENIOR DEBT**

**New York** — The NASDAQ Stock Market, Inc. (NASDAQ: NDAQ) today announced that it is repaying \$250 million of its senior bank debt issued to finance acquisitions. This is an early partial prepayment, made from the company's available cash resources. It will not trigger a prepayment penalty.

NASDAQ is the largest U.S. electronic stock market. With approximately 3,200 companies, it lists more companies and, on average, trades more shares per day than any other U.S. market. It is home to companies that are leaders across all areas of business including technology, retail, communications, financial services, transportation, media and biotechnology. NASDAQ is the primary market for trading NASDAQ-listed stocks. For more information about NASDAQ, visit <http://www.nasdaqfacts.com> or the NASDAQ Newsroom at <http://www.nasdaq.com/newsroom/>.

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