

NASDAQ STOCK MARKET INC
Form 8-K
July 29, 2004

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**

July 29, 2004 (July 29, 2004)

Date of Report (Date of Earliest Event Reported)

The Nasdaq Stock Market, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

000-32651
(Commission File
File Number)

52-1165937
(IRS Employer
Identification No.)

One Liberty Plaza

New York, New York 10006

(Address of Principal Executive Offices and Zip Code)

(212) 401-8742

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(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

Financial Statements

None.

Pro Forma Financial Information

None.

Exhibits:

| Exhibit No. | Description | Page Number in Filing |
|------------------------|------------------------------------|----------------------------------|
| 99.1 | Press Release, dated July 29, 2004 | |

Item 12. Results of Operations and Financial Condition

This information set forth under Item 12. Results of Operations and Financial Condition is intended to be furnished pursuant to Item 12. Such information, including the Exhibit attached hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

Attached and incorporated herein by reference as Exhibit 99.1 is a copy of a press release of The Nasdaq Stock Market, Inc. (Nasdaq), dated July 29, 2004, reporting Nasdaq s financial results for the second quarter of 2004.

SIGNATURE

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.

Date: July 29, 2004

THE NASDAQ STOCK MARKET, INC.

By: /s/ David P. Warren
 David P. Warren
 Executive Vice President
 and Chief Financial Officer