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EKHOLM B	ORJE											
Form 4												
May 24, 201	2											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										OMB APPROVAL		
CONIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287				
Check thi									Expires:	January 31,		
if no long subject to	SIA IF	EMENT O	F CHAN	GES IN I	BENEFI	CIA	LOW	NERSHIP OF	Estimated a	2005		
Section 1				SECUR	ITIES				burden hou			
Form 4 or	r								response	•		
Form 5 obligation	.							ge Act of 1934,				
may cont				•	•	- ·		f 1935 or Sectio	n			
See Instru		30(h)	of the Inv	vestment	Company	y Act	of 19	40				
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(Print or Type F	(esponses)											
1 Name and A	ddress of Reportin	ng Person *	2 1	Nama and	T: -1	F 1`	_	5. Relationship of	f Reporting Per	rson(s) to		
EKHOLM E				r Name and Ticker or Trading				Issuer	r Reporting I er	301(3) 10		
			Symbol									
NASDAQ OMX GROUP, INC. [NDAQ]				(Cheo	(Check all applicable)							
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction			X Director Officer (give		% Owner		
. ,	. ,	(Middle)	3. Date of (Month/Da	Earliest Tra ay/Year)	ansaction			X Director Officer (give below)		% Owner er (specify		
. ,	(First) RTY PLAZA	(Middle)	3. Date of	Earliest Tra ay/Year)	ansaction			Officer (give	title Oth			
. ,	. ,	(Middle)	 3. Date of (Month/Da 05/22/20 4. If Amer 	Earliest Tra ay/Year))12 ndment, Dat	e Original			Officer (give	e title Oth below)	er (specify		
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ONE LIBER NEW YORI (City) 1.Title of Security (Instr. 3) Common Stock, par	RTY PLAZA (Street) K, NY 10006 (State) 2. Transaction I (Month/Day/Ye	(Zip) Date 2A. Dec ar) Executi any	3. Date of (Month/Da 05/22/20 4. If Amer Filed(Mont Table emed on Date, if	Earliest Tra ay/Year) 12 ndment, Dat th/Day/Year) 2 I - Non-Do 3. Transactio Code (Instr. 8) Code V	erivative S 4. Securi onAcquirec Disposed (Instr. 3, Amount 8,738	ties l (A) o l of (D 4 and (A) or (D)	r) 5) Price	Officer (give below) Officer (give below) Officer (give below) Officer (give Applicable Line) _X_ Form filed by M Person Person Our filed by M Person Our filed by M Pe	e title Oth below) oint/Group Filin One Reporting Per More than One Re f, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	er (specify ng(Check erson eporting Ily Owned 7. Nature of Indirect Beneficial Ownership		
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Othe			
EKHOLM BORJE ONE LIBERTY PLAZA NEW YORK, NY 10006	Х						
Signatures							
/s/ Edward S. Knight, by power attorney	r of	05/	24/2012				
**Signature of Reporting Person			Date				

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) Restricted stock vests as to 100% on May 22, 2013.

Represents (i) unvested units of restricted stock granted pursuant to The NASDAQ OMX Group, Inc. Equity Incentive Plan and (ii) 10,000 shares of common stock acquired through open market purchases. Excludes shares of NASDAQ OMX common stock owned by

Patricia Holding AB. Patricia Holding AB is a wholly owned subsidiary of Investor AB, of which Mr. Ekholm is President and Chief Executive Officer. Mr. Ekholm disclaims beneficial ownership of such shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.