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GREIFELD Form 4	ROBERT									
December 2	1, 2012									
FORM		STATES S	SECU	RITIES A	ND EXC	HAN	IGE CO	OMMISSION		PPROVAL
		DIMIL D			, D.C. 205				OMB Number:	3235-0287
Check th if no lon subject t Section Form 4 o Form 5 obligatio may con <i>See</i> Instr 1(b).	IENT OF rsuant to Se a) of the Pt 30(h) o	ection 1 ublic U	SECUR 6(a) of th	January 31 2009 Estimated average burden hours per response 0.9						
(Print or Type	Responses)									
1. Name and A GREIFELD	Address of Reporting D ROBERT	5 1	Symbol	AQ OMX	I Ticker or T GROUP,	-	Ì I	5. Relationship of l ssuer (Check	Reporting Pers	
(Last)	(First) (1 RTY PLAZA	(f Earliest Tr Day/Year) .012	ransaction		-	_X Director _X Officer (give to below)		Owner er (specify
NEW YOR	(Street) K, NY 10006			endment, Da nth/Day/Year	ate Original r)		- -	5. Individual or Joi Applicable Line) X_ Form filed by O Form filed by Mo Person	nt/Group Filin	rson
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	ecurit		red, Disposed of,	or Beneficial	lv Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		d Date, if	3. Transactio Code		s Acqu d of (E	uired (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	12/20/2012			Code V	Amount 75,000	(D)	Price \$ 5.28	(Instr. 3 and 4) 748,055	D	
Common Stock, par value \$0.01 per share	12/20/2012			М	125,000	A	\$ 6.3	873,055	D	
Common Stock, par	12/20/2012			S <u>(1)</u>	198,900	D	\$ 25.93	674,155	D	

value \$0.01 per share					(2)		
Common Stock, par value \$0.01 per share	12/20/2012	S <u>(1)</u>	1,100	D	\$ 26.75	673,055	D
Common Stock, par value \$0.01 per share	12/21/2012	М	100,000	A	\$ 6.3	773,055	D
Common Stock, par value \$0.01 per share	12/21/2012	S <u>(1)</u>	100,000	D	\$ 25.44 (<u>3)</u>	673,055 <u>(4)</u>	D

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)

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. 5. Number of Transactio/Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 5.28	12/20/2012		М		75,000	<u>(5)</u>	04/15/2013	Common Stock	75,000
Employee Stock Option (Right to Buy)	\$ 6.3	12/20/2012		М		125,000	(6)	06/11/2013	Common Stock	125,00

Employee Stock Option (Right to Buy)	\$ 6.3	12/21/2012	М	100,000	<u>(6)</u>	06/11/2013	Common Stock	100,00
Employee Stock Option (Right to Buy)	\$ 21.31				<u>(7)</u>	06/30/2019	Common Stock	900,00
Employee Stock Option (Right to Buy)	\$ 35.92				(8)	12/13/2016	Common Stock	960,00

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GREIFELD ROBERT ONE LIBERTY PLAZA NEW YORK, NY 10006	Х		CEO					
Signatures								
/s/ Edward S. Knight, by power	r of	12/2	24/2012					

attorney

Date

Explanation of Responses:

**Signature of Reporting Person

- * 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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 26, 2012.

The price reported in this box is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.71 to \$26.26, inclusive. The reporting person undertakes to provide to The NASDAQ OMX Group, Inc., any security holder of The

(2) NASDAQ OMX Group, Inc. or the staff of the U.S. Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (2) to this Form 4.

The price reported in this box is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.33 to \$25.84, inclusive. The reporting person undertakes to provide to The NASDAQ OMX Group, Inc., any security holder of The

- (3) NASDAQ OMX Group, Inc. or the staff of the U.S. Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (3) to this Form 4.
- (4) Represents (i) 300,000 shares of common stock acquired upon exercise of vested stock options, (ii) 209,383 vested shares of restricted stock and (iii) 163,672 vested shares underlying PSUs.
- (5) Options exercisable as to 100%.
- (6) Options exercisable as to 100%.
- (7) Options exercisable as to 450,000 shares on each of December 31, 2011 and December 31, 2012.

Reporting Owners

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(8) Options exercisable as to 100%.

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.