

Edgar Filing: NYSE Group, Inc. - Form 8-K

NYSE Group, Inc.  
Form 8-K  
December 08, 2005

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

December 6, 2005  
Date of Report (Date of earliest event reported)

NYSE Group, Inc.  
(Exact name of registrant as specified in its charter)

|                                                   |                          |                                      |
|---------------------------------------------------|--------------------------|--------------------------------------|
| Delaware                                          | 333-126780               | 20-2786071                           |
| (State or other jurisdiction<br>of incorporation) | (Commission File Number) | (IRS Employer<br>Identification No.) |

|                                                                           |            |
|---------------------------------------------------------------------------|------------|
| c/o New York Stock Exchange, Inc.<br>11 Wall Street<br>New York, New York | 10005      |
| (Address of principal executive<br>offices)                               | (Zip Code) |

Registrant's telephone number, including area code: (212) 656-3000

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))

ITEM 8.01 OTHER EVENTS

On December 7, 2005, New York Stock Exchange, Inc. announced the certified results of the December 6 member vote on the Agreement and Plan of Merger, dated as of April 20, 2005, as amended and restated as of July 20, 2005 and as amended as of October 20, 2005 and as of November 2, 2005, by and among the New York Stock Exchange, Inc., Archipelago Holdings, Inc., NYSE Group, Inc., NYSE Merger Corporation Sub, Inc., NYSE Merger Sub LLC and Archipelago Merger Sub, Inc.

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ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

| Exhibit Number | Description                                                                                                                                  |
|----------------|----------------------------------------------------------------------------------------------------------------------------------------------|
| 99.1           | Press release entitled "New York Stock Exchange Announces Certified Results of Dec. 6 Member Vote on Merger with Archipelago Holdings, Inc." |

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.

NYSE GROUP, INC.

Dated: December 8, 2005

By: /s/ John A. Thain  
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Name: John A. Thain  
Title: Chief Executive Officer

EXHIBIT INDEX

| Exhibit Number | Description                                                                                                                                  |
|----------------|----------------------------------------------------------------------------------------------------------------------------------------------|
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