

Additions underscored

Deletions [bracketed]

Rule 2B. No Affiliation between Exchange and any Member Organization

Without prior SEC approval, the Exchange or any entity with which it is affiliated shall not, directly or indirectly, acquire or maintain an ownership interest in a member organization. In addition, a member organization shall not be or become an affiliate of the Exchange, or an affiliate of any affiliate of the Exchange; provided, however, that, if a director of an affiliate of a member organization serves as a director of NYSE Euronext, this fact shall not cause such member organization to be an affiliate of the Exchange, or an affiliate of an affiliate of the Exchange. The term affiliate shall have the meaning specified in Rule 12b-2 under the Act. Nothing in this rule shall prohibit a member organization from acquiring or holding an equity interest in NYSE [Group] Euronext that is permitted by the ownership limitations contained in the certificate of incorporation of NYSE [Group] Euronext.

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Rule 22. Disqualification Because of Personal Interest

(a) No member of the NYSE [Group, Inc.] Euronext (“NYSE [Group] Euronext”), the Exchange LLC, NYSE Market, and NYSE Regulation boards of directors or of any committee authorized by the NYSE [Group] Euronext, the Exchange, NYSE Market, and NYSE Regulation boards of directors shall participate (except to the extent of testifying at the request of such boards or of such committee) in the investigation or consideration of any matter relating to any member, allied member, approved person, or member organization with knowledge that such member, allied member, approved person, or member organization is indebted to such director or committee member, or to their member organization or any participant therein, or that they, their member organization or any participant therein is indebted to such member, allied member, approved person, or member organization, excluding, however, any indebtedness arising in the ordinary course of business out of transactions on any exchange, out of transactions in the over-the-counter markets, or out of the lending and borrowing of securities.

(b) No person shall participate in the consideration, review or adjudication of any matter in which they are personally interested.

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Rule 103B. Specialist Stock Allocation

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Listed Company Mergers

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IX. PROVISIONS FOR ALLOCATION OF SECURITIES ISSUED BY NYSE [GROUP] EURONEXT OR ITS AFFILIATES

With respect to any security issued by NYSE [Group] Euronext and any entity that directly or indirectly, through one or more intermediaries, controls, is controlled by, or is under common control with NYSE [Group] Euronext where “control” means that one entity possesses, directly or indirectly, voting control of the other entity either through ownership of capital stock or other equity securities or through majority representation on the board of directors or other management body of such entity (“NYSE [Group] Euronext Affiliate”):

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Rule 104. Dealings by Specialists

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.12A Positions in Securities of NYSE [Group, Inc.] Euronext—Any position held by the specialist member organization registered in any security that is issued by NYSE [Group, Inc.] Euronext that is restricted as to sale or transfer as specified in Article IV, Section 4 of the amended and restated Certificate of Incorporation shall not be considered an investment account position for purposes of Rule 104.12 of the Exchange while such restrictions are in effect.

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.13A Positions in Securities of NYSE [Group, Inc.] Euronext—Any position held for the benefit of any of the persons enumerated in Rule 104.13(a) in a security issued by NYSE [Group, Inc.] Euronext that is restricted as to sale or transfer as specified in Article IV, Section 4 of the amended and restated Certificate of Incorporation in which the related specialist member organization is registered shall not be subject to the provisions of Rule 104.13 of the Exchange while such restrictions are in effect.

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Rule 422. Loans of and to Directors, etc.

Without the prior consent of the Exchange LLC Board of Directors no member of the boards of directors or of any committee of, NYSE [Group] Euronext, Exchange LLC, NYSE Market, and NYSE Market Regulation and no officer or employee of NYSE [Group] Euronext, Exchange LLC, NYSE Market, and NYSE Market Regulation shall directly or indirectly make any loan of money or securities to or obtain any such loan from any member organization member, allied member, approved person, employee or any employee pension, retirement or similar plan of any member organization unless such loan be (a) fully secured by readily marketable collateral, or (b) made by a director or committee member to or obtained by a director or committee member

from the member organization of which he is a member, allied member or employee or from a member, allied member or employee therein.

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Rule 497. Additional Requirements for Listed Securities Issued by NYSE [Group, Inc.] Euronext or its Affiliates

(a) For purposes of this Rule 497 the terms below are defined as follows:

(1) "NYSE [Group] Euronext Affiliate" means NYSE [Group, Inc.] Euronext ("NYSE [Group] Euronext") and any entity that directly or indirectly, through one or more intermediaries, controls, is controlled by, or is under common control with NYSE [Group] Euronext, where "control" means that one entity possesses, directly or indirectly, voting control of the other entity either through ownership of capital stock or other equity securities or through majority representation on the board of directors or other management body of such entity.

(2) "Affiliate Security" means any security issued by a NYSE [Group] Euronext Affiliate, with the exception of Investment Company Units as defined in Section [Para.] 703.16 of the Listed Company Manual.

(3) "New York Stock Exchange LLC" (the "Exchange") is a wholly owned subsidiary of NYSE [Group] Euronext.

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[Rule 497T. Transition Rules for the First Listed Security Issued by NYSE Group, Inc.

Prior to the initial listing of NYSE Group common stock on the Exchange, the regulatory staff of the New York Stock Exchange, Inc. shall determine that such security satisfies the proposed New York Stock Exchange LLC's rules for listing, and such finding must be approved by the Regulatory Oversight Committee of the board of directors of the New York Stock Exchange, Inc. in lieu of Rule 497(b) above.]

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