



ACQUISITION OF THOMSON REUTERS CORPORATE SERVICES
DECEMBER 12, 2012

Cautionary Note Regarding Forward-Looking Statements

Information set forth in this communication contains forward-looking statements that involve a number of risks and uncertainties. NASDAQ OMX cautions readers that any forward-looking information is not a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking information. Such forward-looking statements include, but are not limited to (i) projections about our future financial results, growth, trading volumes, tax benefits and achievement of synergy targets, (ii) statements about the implementation dates and benefits of certain strategic and capital return initiatives, (iii) statements about expected completion dates of proposed transactions and our integrations of our recent acquisitions, and (iv) other statements that are not historical facts. Forward-looking statements involve a number of risks, uncertainties or other factors beyond NASDAQ OMX's control. These factors include, but are not limited to, NASDAQ OMX's ability to implement its strategic initiatives, economic, political and market conditions and fluctuations, government and industry regulation, interest rate risk, U.S. and global competition, and other factors detailed in NASDAQ OMX's filings with the U.S. Securities Exchange Commission, including its annual reports on Form 10-K and quarterly reports on Form 10-Q which are available on NASDAQ OMX's website at <http://www.nasdaqomx.com> and the SEC's website at www.sec.gov. NASDAQ OMX undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

Non-GAAP Information

In addition to disclosing results determined in accordance with GAAP, NASDAQ OMX also discloses certain non-GAAP results of operations, including, but not limited to, net income attributable to NASDAQ OMX, diluted earnings per share, net exchange revenues, operating income, and operating expenses, that make certain adjustments or exclude certain charges and gains that are described in the reconciliation table of GAAP to non-GAAP information provided at the end of this document. Management believes that this non-GAAP information provides investors with additional information to assess NASDAQ OMX's operating performance by making certain adjustments or excluding costs or gains and assists investors in comparing our operating performance to prior periods. Management uses this non-GAAP, along with GAAP information, in evaluating its historical operating performance.

The non-GAAP information is not prepared in accordance with GAAP and may not be comparable to non-GAAP information used by other companies. The non-GAAP information should not be viewed as a substitute for, or superior to, other data prepared in accordance with GAAP.

Website Disclosure

We intend to use our website, www.nasdaqomx.com, as a means for disclosing material non-public information and for complying with SEC Regulation FD and other disclosure obligations. These disclosures will be included on our website under "Investor Relations."

EXECUTIVE SUMMARY

NASDAQ OMX (“NASDAQ OMX”) is pleased to announce the planned acquisition of the Investor Relations (“IR”), Public Relations (“PR”) and Multimedia Solutions businesses of Thomson Reuters (“Thomson Reuters Corporate Services”) for \$390 million

- ▶ Positions NASDAQ OMX as one of the leaders in the Corporate Solutions sector
- ▶ Increases the global footprint of our business and enhances Public Relations and Webcasting offerings
- ▶ Expands product offering with best-in-class platforms and premier content
- ▶ Similar product scope and client service culture
- ▶ Creates cross-selling opportunities – 7,000 new clients in 60+ countries, including every major financial center
- ▶ Increases proportion of non-transaction revenues
- ▶ Attractive returns on capital
 - \$35 million of estimated run-rate cost synergies phased in over 3 years
 - Excluding transaction costs, expected to be accretive to EPS within the first 12 months

WORLD CLASS PORTFOLIO OF CORPORATE SERVICES BUSINESSES

Investor Relations Services

		NASDAQ CORPORATE SOLUTIONS	THOMSON REUTERS CORPORATE SERVICES
MAJOR PRODUCTS & SERVICES	+ IR Desktop Solution	✓	✓
	+ IR Advisory Services	✓	✓
	+ Webhosting and other web-based communications	✓	✓
REVENUE/BUSINESS MODEL	+ Revenue TTM (Sept 30, 2012)	\$27 million	\$161 million
	+ Subscription model primarily provides recurring revenue	84% in 2011	94% in 2011
	+ Products offering individually but strong ability to cross-sell as full IR solution	✓	✓
COMBINED REVENUE OF \$188 MILLION			

WORLD CLASS PORTFOLIO OF CORPORATE SERVICES BUSINESSES

Public Relations Services

		NASDAQ CORPORATE SOLUTIONS	THOMSON REUTERS CORPORATE SERVICES
MAJOR PRODUCTS & SERVICES	+ Self-service press release platform	✓	✓
	+ Media contacts database	✓	✓
	+ Media monitoring & analytics tools	✓	✓
	+ PR dashboard	✓	✓
	+ Sentiment analysis	✓	
	+ Newsroom websites	✓	
	+ Message analytics		✓
	+ Multimedia news capsule		✓
REVENUE/BUSINESS MODEL	+ Revenues TTM (Sept 30, 2012)	\$25 million	\$20 million
	+ Primarily recurring revenue and repeat customers	95%+ in 2011	84% in 2011
	+ Strong product set designed to compete as standalone offerings	✓	✓
COMBINED REVENUE OF \$45 MILLION			

WORLD CLASS PORTFOLIO OF CORPORATE SERVICES BUSINESSES

Multimedia Solutions

		NASDAQ CORPORATE SOLUTIONS	THOMSON REUTERS CORPORATE SERVICES
MAJOR PRODUCTS & SERVICES	+ Live and on-demand video and webcasting communications services	✓	✓
	+ Multimedia center for publishing videos	✓	✓
	+ Distribution networks	✓	✓
	+ Self-service publishing tools		✓
REVENUE/BUSINESS MODEL	+ Revenues TTM (Sept 30, 2012)	\$12 million	\$52 million
	+ Significant percent of repeat customers	90%+ in 2011	88% in 2011
	+ Complements IR and PR product offerings	✓	✓
COMBINED REVENUE OF \$64 MILLION			

COMPELLING PRO FORMA IMPACT

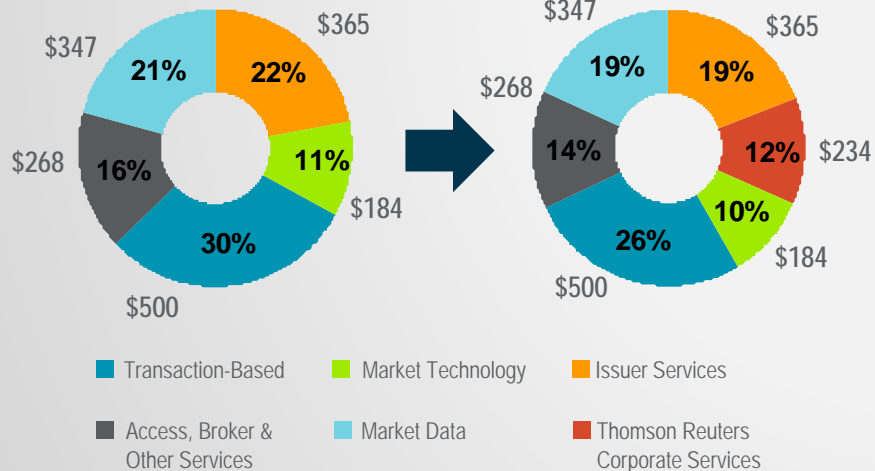
Enhances NASDAQ OMX revenue mix and more than triples the size of our Corporate Solutions business

IMPROVED NASDAQ OMX REVENUE DIVERSIFICATION

Predictable increase in Non-Transaction Revenue:

- ▶ Predictable and stable earnings stream
- ▶ Non-transaction revenue expected to increase to ~74% total revenue:

TTM Revenues ¹:
(\$ in millions)

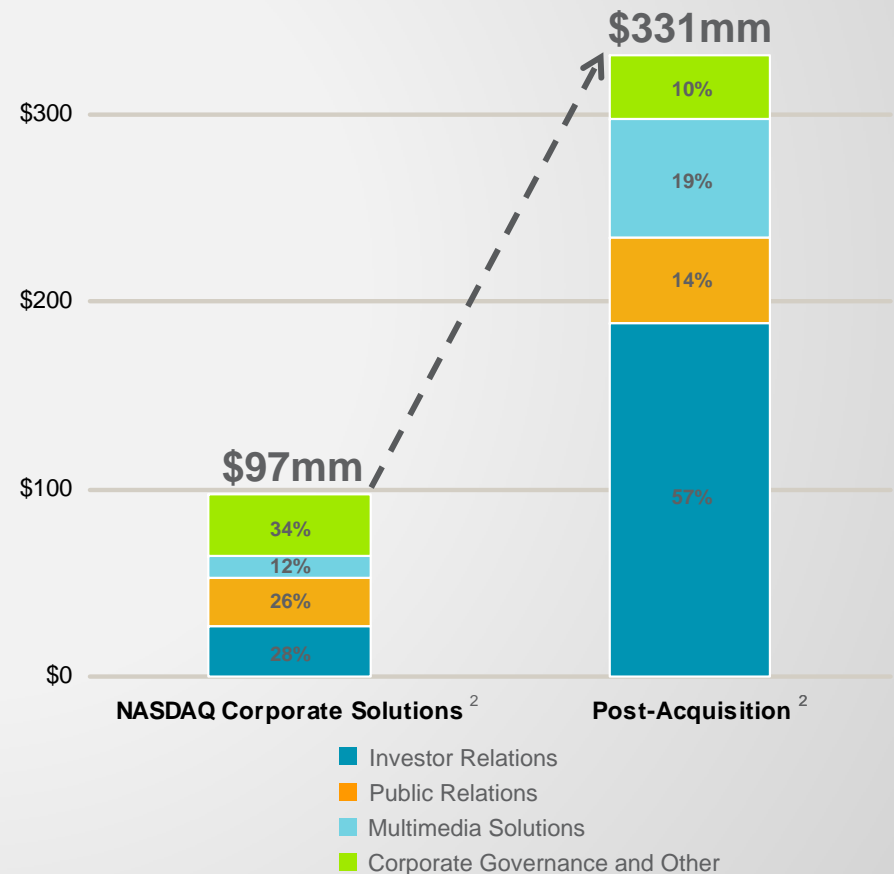


¹ Based on revenue for the TTM period ending September 30, 2012. Percentages may not total to 100% due to rounding

² Based on revenue for the TTM period ended September 30, 2012 pro forma for BWISE acquisition

CORPORATE SOLUTIONS

(\$ in millions)



ATTRACTIVE FINANCIAL RETURN AND SUBSTANTIAL SYNERGIES

\$390 million purchase price paid in cash, subject to post-closing adjustments

- ▶ Funded through available cash and existing capacity on \$750 million revolver due 2016 (currently Libor +1.175%, +0.20% Facility Fee)
- ▶ Expected to be accretive to EPS within the first 12 months, excluding transaction costs
- ▶ Attractive return on capital for NASDAQ OMX shareholders
- ▶ No change in our capital return strategy

Expected operating synergies of \$35 million anticipated within a 3 year time period

- ▶ Movement to best of breed technology and platforms
 - ▶ Operational consolidation, including real estate and IT
 - ▶ Reduction in data feed costs
 - ▶ Realize vendor efficiencies
 - ▶ Leveraging NASDAQ OMX's existing back-office infrastructure
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