

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>INVESTOR AB</u> (Last) (First) (Middle) <u>ARSENALSGATAN 8C, S-103 32</u> (Street) <u>STOCKHOLM V7 00000</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NASDAQ OMX GROUP, INC. [NDAQ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/21/2012</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/21/2012		P		40,000	A	\$21.9002 ⁽¹⁾	19,294,142	I	See footnote ⁽²⁾

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
INVESTOR AB
 (Last) (First) (Middle)
ARSENALSGATAN 8C, S-103 32
 (Street)
STOCKHOLM V7 00000
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Patricia Holding AB
 (Last) (First) (Middle)
ARSENALSGATAN 8C, S-103 32
 (Street)
STOCKHOLM V7 00000
 (City) (State) (Zip)

Explanation of Responses:

- This price represents the approximate weighted average price per share of shares of common stock of NASDAQ OMX Group, Inc. (the "Issuer"), par value \$0.01 per share (the "Common Stock"), of purchases that were executed at prices ranging from \$21.76 to \$22.00 per share. Investor AB and Patricia Holding AB undertake to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information about the number of shares of Common Stock purchased at each price.
- These shares of Common Stock are held by Patricia Holding AB. Investor AB is the sole shareholder of Patricia Holding AB.

Investor AB By: /s/ Petra
 Hedengran Name: Petra
 Hedengran Title: Managing
 Director and General Counsel
 05/23/2012

Patricia Holding AB By: /s/
Anna Troedsson Wiklander
Name: Anna Troedsson
Wiklander Title: Chair of the Board By: /s/ Louis de Geer 05/23/2012
Name: Louis de Geer Title:
Board Member

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.