

The Annual General Meeting of Shareholders (AGM) of Euronext N.V. will be held at the office of Euronext N.V., Beursplein 5, Amsterdam, the Netherlands, at 14.00pm CET on Tuesday 22 May 2007. Registration will take place between 13.30 and 14.00 CET.

Notice convening the Annual General Meeting of Shareholders of Euronext N.V.

Please be advised that this notice is not intended for former shareholders of Euronext N.V. who have exchanged their Euronext N.V. shares for NYSE Euronext shares, but only for those shareholders who still hold Euronext N.V. shares.

Agenda (in abridged form)

- 1 Opening
- 2 Appointment of a secretary
- 3.a Discussion of the annual report
- 3.b* Proposal to adopt the 2006 financial statements
- 3.c Discussion of the policy on reservations and dividend
- 3.d* Proposal to add the profits for the financial year 2006 to the reserves
- 4* Discharge of Managing Board and Supervisory Board from liability
- 5* Proposal to appoint the Company's external auditors
- 6* Proposal to re-appoint one current member and to appoint six new members to the Supervisory Board
- 7* Proposal to change the remuneration of the Supervisory Board
- 8* Proposal to award an additional remuneration to Mr Jean-François Théodore and to Mr Jan-Michiël Hessels
- 9 Announcement confirming that Mr Jean-François Théodore will continue to hold the positions of member of the Managing Board and CEO of Euronext N.V.
- 10* Proposal to amend certain conditions of the share awards originally granted to members of the Managing Board in 2005 and 2006 under the Euronext N.V. Executive Incentive Plan
- 11 Any other business
- 12 Close

* voting items

Euronext N.V. is an international Company and its corporate language is English. The AGM will therefore be conducted in English. The complete agenda (including explanatory notes) and the Company's 2006 annual report in English have been published on Euronext's website (www.euronext.com). Copies are available, free of charge, at the registered office of Euronext N.V., Beursplein 5, Amsterdam, and at the offices of Euronext Paris (39, rue Cambon, Paris), Euronext Brussels (Palais de la Bourse/Beursplein, Place de la Bourse/Beursplein, Brussels), Euronext.liffe (Cannon Bridge House, 1 Cousin Lane, London) and Euronext Lisbon (Avenida da Liberdade, n° 196 - 7° Piso, Lisbon), and at the office of Fortis Bank (Nederland) N.V. (Rokin 55, 1012 KK Amsterdam).

Record date

The Managing Board has decided that the persons entitled to attend and cast votes at this AGM will be those who were recorded as having those rights on Tuesday 15 May 2007 after the closing of the books (the record date), regardless of whether they are shareholders at the time of the AGM.

Euronext shareholders

Euronext N.V. shares can be held in two ways:

- as registered shares (the shareholders are included in the Company's shareholders' register);
- in an account with an account holder or intermediary through Euroclear France S.A. These shares are included in the Company's shareholders' register in the name of Euroclear France S.A.

Under the articles of association of Euronext N.V., only shareholders included in the shareholders' register of Euronext N.V. are permitted to attend and vote at the AGM. They may alternatively be represented by a proxy authorised by them in writing.

Registered shareholders

All registered shareholders will receive a letter from the Company by post containing an invitation to the AGM, the agenda for the AGM, the annual report and details of the procedures for registering for the AGM. Shareholders who have not received such letter before the record date should contact Euronext's registrar, NMC. All forms to be completed must be received by NMC on Thursday 17 May 2007, 17.00 CET

Shareholders holding their shares through Euroclear France S.A.

Shareholders holding their shares through Euroclear France S.A. are not included in Euronext's shareholders' register. If they wish to attend the AGM, or want Euroclear France S.A. to vote on their behalf, or have themselves represented by a third party, these shareholders or their accountholders must contact Euronext N.V.'s registration agent, Fortis Bank (Nederland) N.V., Amsterdam, the Netherlands before the record date. All forms to be completed by shareholders and accountholders must be received by Fortis Bank (Nederland) N.V. by Thursday 17 May 2007, 17.00 CET.

Registration and identification of persons attending the AGM

Registration will take place between 13.30hrs and 14.00hrs CET. Once the proceedings have started, registration and entrance to the meeting will no longer be possible. Those entitled to attend the AGM will be required to present proof of their identity when registering.

Registration agent and information for shareholders

For further information and documentation, please contact Euronext N.V.'s registration agent, Fortis Bank (Nederland) N.V., Amsterdam, the Netherlands. The contact person is Mr Kilian Steen, tel. +31 20 5272445, fax +31 20 5271935, email kilian.steen@nl.fortis.com.

Registrar

Euronext N.V.'s registrar is Netherlands Management Company B.V. (NMC), Locatellikade 1, 1076 AZ Amsterdam, the Netherlands (tel. +31 20 5757124, fax +31 20 4206190). The contact person is Ms Saskia Engel.

The AGM will not be broadcast via the internet.

3 May 2007



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