

---

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**

**Date of Report (Date of earliest event reported): 03/21/2006**

**NYMEX Holdings, Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 333-30332**

**DE**

(State or other jurisdiction of  
incorporation)

**13-4098266**

(IRS Employer  
Identification No.)

**One North End Avenue, World Financial Center, New York , NY 10282-1101**

(Address of principal executive offices, including zip code)

**(212) 299-2000**

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

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 March 21, 2006, NYMEX Holdings, Inc. issued a notice to members to announce the distribution of the gross proceeds of the transaction with General Atlantic LLC in the form of an extraordinary cash distribution of \$196,078.43 per share to stockholders of record as of March 13, 2006.

The notice to members is attached as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1 Notice to Members, dated March 21, 2006.

---

**Signature(s)**

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.

NYMEX Holdings, Inc.

Date: March 23, 2006

By: /s/ Richard Kerschner

---

Richard Kerschner  
Senior Vice President, Corporate Governance and  
Strategic Initiatives

**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
EX-99.1	Notice to Members

**Notice No. 06-161**

**March 21, 2006**

**To: All Exchange Members**

**From: Mitchell Steinhouse, Chairman**

**Subject: NYMEX Holdings, Inc. to Distribute Special Dividend to Shareholders**

*NYMEX Holdings, Inc. stockholders of record on March 13, 2006, will receive the gross proceeds of the transaction with General Atlantic LLC in the form of an extraordinary cash distribution of \$196,078.43 per share.*

*Should you have any questions or require any further information, please contact [exchangeinfo@nymex.com](mailto:exchangeinfo@nymex.com)*