Edgar Filing: Intercontinental Exchange, Inc. - Form 4

Intercontinental Exchange, Inc. Form 4 September 19, 2014

September 1	19, 2014									
								OMB APPROVAL		
Washington, D.C. 20549							OMB Number:	3235-0287		
Check tl if no lon subject t Section Form 4 d	ger STATEN 16.	AENT OF CHA	CHANGES IN BENEFICIAL OWN SECURITIES				ERSHIP OF	Expires: Estimated a burden hour response	0	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u></u> Marcial Edwin D			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
	Interco	Intercontinental Exchange, Inc. [ICE]				(Check all applicable)				
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)				Director 10% Owner X Officer (give title Other (specify below) below) Chief Technology Officer			
2100 RIVEREDGE PARKWAY, SUITE 500			09/17/2014							
			mendment, Date Original /onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA	, GA 30328						Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	e Secu	rities Acqu	ired, Disposed of	, or Beneficial	ly Owned	
Security (Month/Day/Year) Execution Date, if Transaction(A			(Instr. 3,	ispose , 4 and	d of (D)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	(1150. 1)		
Common Stock	09/17/2014		M	1,667 (1)	A		23,578	D		
Common Stock	09/17/2014		М	1,833 (1)	А	\$ 104.23	25,411	D		
Common Stock	09/17/2014		S	3,500 (1)	D	\$ 200	21,911 <u>(2)</u>	D		

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

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number.

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. Transactio Code (Instr. 8)	5. Number 6. Date Exercisab nof Derivative Expiration Date Securities (Month/Day/Year Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 1 2 (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy) Holding	\$ 80.17	09/17/2014		М	1,667	(3)	12/16/2018	Common Stock	1,667	
Employee Stock Option (right to buy) Holding	\$ 104.23	09/17/2014		М	1,833	(3)	12/22/2016	Common Stock	1,833	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting O whet Funite / Hudross	Director	10% Owner	Officer	Other			
Marcial Edwin D 2100 RIVEREDGE PARKWAY SUITE 500 ATLANTA, GA 30328			Chief Technology Officer				
Signatures							
/s/ Andrew J. Surdykowski, Attorney-in-fact		09/19/2014					
**Signature of Reporting Person		Date					

Explanation of Responses:

* 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).

8 I S () (1) The transactions reported in this Form 4 were effected pursuant to a pre-arranged trading plan established in accordance with Rule 10b5-1 of the Securities Act of 1934, as amended.

The common stock number referred in Table I is an aggregate number and represents 16,036 shares of common stock and 5,875 unvested performance based restricted stock units, for which the performance period has been satisfied. The performance based restricted stock

- (2) units vest over a three year period, in which 33.33% of the performance based restricted stock units vest each year. The satisfaction of the performance target for the 2014 performance based restricted stock units and the corresponding number of shares of common stock to be issued pursuant to that award will not be determined until February 2015 and will be reported at that time.
- (3) These options are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.