

Surdykowski Andrew J
 Form 3
 October 26, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Surdykowski Andrew J		(Month/Day/Year)	Intercontinental Exchange, Inc. [ICE]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
5660 NEW NORTHSIDE DRIVE		10/26/2018		
(Street)			(Check all applicable)	
ATLANTA, GA 30328			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			General Counsel	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	39,020 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy) Holding	Â (2)	12/10/2019	Common Stock	4,990	\$ 21.2	D	Â
Employee Stock Option (right to buy) Holding	Â (2)	01/11/2021	Common Stock	6,960	\$ 22.5	D	Â
Employee Stock Option (right to buy) Holding	Â (2)	01/20/2025	Common Stock	12,210	\$ 41.59	D	Â
Employee Stock Option (right to buy) Holding	Â (3)	01/14/2026	Common Stock	12,650	\$ 50.01	D	Â
Employee Stock Option (right to buy) Holding	Â (4)	01/18/2027	Common Stock	11,439	\$ 57.31	D	Â
Employee Stock Option (right to buy) Holding	Â (5)	02/08/2028	Common Stock	8,583	\$ 67	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Surdykowski Andrew J 5660 NEW NORTHSIDE DRIVE ATLANTA, GA 30328	Â	Â	Â General Counsel	Â

Signatures

/s/ Octavia Spencer,
Attorney-in-fact

10/26/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- The common stock number referred in Table I is an aggregate number and represents 32,046 shares of common stock and 6,974 unvested performance based restricted stock units, for which the performance period has been satisfied. These performance based restricted stock units vest over a three year period, in which 33.33% of the units vest each year. The satisfaction of the 2018 performance based restricted units tied to earnings before interest, taxes, depreciation, and amortization, ("EBITDA") and the corresponding number of shares to be issued pursuant to these awards, will not be determined until February 2019 and will be reported at the time of vesting. The satisfaction of the 2017 and 2018 total shareholder return performance based restricted stock units and the corresponding number of shares to be issued pursuant to these awards, will not be determined until February 2020 and February 2021, respectively, and will be reported at the time of vesting.
- (1) These options are fully vested.
 - (2) Of these options 11,585 options are fully vested and the remaining 1,065 options vest in equal monthly installments between November 14, 2018 and January 14, 2019.
 - (3) These options vest in accordance with the following schedule: 33.33% of the options vested on January 18, 2018, 33.33% of the options vest on January 18, 2019 and 33.33% of the options vest on January 18, 2020.
 - (4)
 - (5)

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These options vest in accordance with the following schedule: 33.33% of the options vest on February 8, 2019, 33.33% of the options vest on February 8, 2020 and 33.33% of the options vest on February 8, 2021.

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.