Intercontinental Exchange, Inc.

Form 4

May 17, 2016

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per response... 0.5

**OMB APPROVAL** 

3235-0287

January 31,

OMB

Number:

Expires:

Indirect (I)

(Instr. 4)

D

Ownership

(Instr. 4)

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

1(b).

Common

Stock

05/13/2016

(Print or Type Responses)

1. Name and Address of Reporting Person * Hatfield Fred W			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			Intercontinental Exchange, Inc. [ICE]			(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction				
			(Month/D	ay/Year)		_X_ Director	109	% Owner	
5660 NEW NORTHSIDE DRIVE			05/13/2016			Officer (giv below)	te titleOth	ner (specify	
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA, GA 30328						Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Da	ite 2A. Dee	emed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year	r) Executi	on Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(A.f1	/D /X7 \	(T ( O)	(T + 0 4 15)	0 1	T 1' (T)	0 1'	

(Instr. 8)

A

(Instr. 3, 4 and 5)

Code V Amount (D) Price

769 (1) A

(A)

or

\$0

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Owned

Following

Transaction(s)

(Instr. 3 and 4)

Reported

7,142 (2)

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

#### Edgar Filing: Intercontinental Exchange, Inc. - Form 4

1.	Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title a	ınd	8. Price of	9. Nu
D	erivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amount	of	Derivative	Deriv
S	ecurity	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ng	Security	Secui
(I	nstr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securitie	s	(Instr. 5)	Bene
		Derivative				Securities	S		(Instr. 3 a	and 4)		Own
		Security				Acquired						Follo
		•				(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
					G 1 17	(A) (D)	D.	Б	TT: 1 A			
					Code V	(A) (D)		Expiration				
							Exercisable	Date	or			
										umber		
									of			
									Sh	nares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
Hatfield Fred W 5660 NEW NORTHSIDE DRIVE ATLANTA, GA 30328	X					

### **Signatures**

/s/Andrew J. Surdykowski,
Attorney-in-fact
05/17/2016

\*\*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).
- Represents restricted stock units. This award of restricted stock units vests on the one-year anniversary of the award date and may be settled only by delivery of shares of the Issuer's common stock, par value \$0.01 per share. Of the 769 restricted stock units awarded, 673 were awarded as compensation for service on the Issuer's board and 96 were awarded as compensation for service on the board of Issuer's subsidiary, ICE Clear Credit LLC.
- (2) The common stock number referred in Table I is an aggregate number and represents 6,373 shares of common stock and 769 restricted stock units of the Issuer. The restricted stock units vest on the one-year anniversary of the grant date, which is May 13, 2017.

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.

Reporting Owners 2