

Edgar Filing: Intercontinental Exchange, Inc. - Form 4

Common Stock	02/25/2015	S	6,046 <u>(1)</u>	D	\$ 236.4478 <u>(6)</u>	882,310	I	CPEX
Common Stock	02/25/2015	S	4,820 <u>(1)</u>	D	\$ 237.4921 <u>(7)</u>	877,490	I	CPEX
Common Stock	02/25/2015	S	6,700 <u>(1)</u>	D	\$ 238.4119 <u>(8)</u>	870,790	I	CPEX
Common Stock	02/25/2015	S	7,249 <u>(1)</u>	D	\$ 239.3475 <u>(9)</u>	863,541	I	CPEX
Common Stock	02/25/2015	S	200 <u>(1)</u>	D	\$ 239.98	863,341 <u>(10)</u>	I	CPEX
Common Stock	02/25/2015	M	700 <u>(1)</u>	A	\$ 104.23	22,955	I	By spouse
Common Stock	02/25/2015	S	1,000 <u>(1)</u>	D	\$ 237.031	21,955	I	By spouse
Common Stock	02/25/2015	S	700 <u>(1)</u>	D	\$ 235.05	21,255	I	By spouse
Common Stock	02/25/2015	M	692 <u>(1)</u>	A	\$ 112.48	21,947 <u>(11)</u> <u>(12)</u>	I	By spouse

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock	\$ 189.43	02/25/2015		M	527	<u>(13)</u> 12/28/2017	Common Stock	527

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As previously reported, the reporting person also indirectly owns 863,341 shares that are beneficially owned directly by CPEX. The reporting person beneficially owns 100% of the equity interest in CPEX. Additionally, as previously reported, the reporting person also beneficially owns shares directly.

(4) The price range for the aggregate amount sold by the direct holder is \$233.7700 - \$234.6400. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.

(5) The price range for the aggregate amount sold by the direct holder is \$234.9400 - \$235.9100. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.

(6) The price range for the aggregate amount sold by the direct holder is \$235.9400 - \$236.9000. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.

(7) The price range for the aggregate amount sold by the direct holder is \$236.9400 - \$237.9300. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.

(8) The price range for the aggregate amount sold by the direct holder is \$237.9400 - \$238.8600. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.

(9) The price range for the aggregate amount sold by the direct holder is \$238.9500 - \$239.8500. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.

(10) These shares are beneficially owned directly by Continental Power Exchange, Inc. ("CPEX"). Mr. Sprecher beneficially owns 100% of the equity interest in CPEX directly. Additionally, as previously reported, the reporting person also owns share directly and indirectly own shares that are beneficially owned directly by the reporting person's spouse for which the reporting person disclaims beneficial ownership.

(11) As previously reported, the reporting person also indirectly owns 863,341 shares that are beneficially owned directly by CPEX. The reporting person beneficially owns 100% of the equity interest in CPEX. Additionally, as previously reported, the reporting person also beneficially owns shares directly.

(12) The common stock number referred in Table I is an aggregate number and represents 21,051 shares of common stock and 896 unvested performance based restricted stock units, for which the performance period has been satisfied. The performance based restricted stock 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.

(13) 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.

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