Cairns Ann Form 4 May 22, 2018

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

washington, D.C. 20549

Expires: January 31, 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

obligations
may continue.
See Instruction

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).

(Print or Type Responses)

1. Name and Address of Reporting Person * Cairns Ann			2. Issuer Name and 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 Transaction				
			(Month/Day/Year)	_X_ Director	10% Owner		
5660 NEW NORTHSIDE DRIVE		DRIVE	05/18/2018	Officer (give title below)	Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/	Group Filing(Check		
ATI ANTA C	VA 20229		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One l Form filed by More	1 0		
ATLANTA, G	iA 30328			Person	1 2		
	1 444						

(City)	(State) (Z	Zip) Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securities on Acquired (A) or Disposed of (D)			5. Amount of Securities	Form: Direct	7. Nature of Indirect Beneficial
(Instr. 3)	•	any	Code				Beneficially		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	Indirect (I)	Ownership
					(A) or		Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
			Code V	Amount	(D)	Price	()		
Common Stock	05/18/2018		A	2,794 (1)	A	\$0	6,165	D	
Common Stock	05/21/2018		F	234 (2)	D	\$0	5,931 <u>(3)</u>	D	

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

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SEC 1474

(9-02)

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Lacroisdoic	Dute		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting 6 wher rune, runess	Director	10% Owner	Officer	Other			
Cairns Ann 5660 NEW NORTHSIDE DRIVE ATLANTA, GA 30328	X						

Signatures

/s/ Andrew J. Surdykowski, Attorney-in-fact

05/22/2018

**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 2,794 restricted stock units awarded, 2,445 were awarded as compensation for service on the Issuer's board and 349 were awarded as compensation for service on the board of Issuer's subsidiary, ICE Clear Europe Limited.
- (2) Represents shares of common stock underlying vested restricted stock units that are being withheld to satisfy payment of the Issuer's tax withholding obligation.
- (3) The common stock number referred in Table I is an aggregate number and represents 3,137 shares of common stock and 2,794 restricted stock units of the Issuer. The restricted stock units vest on the one-year anniversary of the grant date, which is May 18, 2019.

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.

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