Intercontinental Exchange, Inc.

Form 4

January 15, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Short Johnathan H			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
	Interco	ntinental l	Exchang	e, Inc	e. [ICE]	(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check an applicable)			
5660 NEW MODELIGIDE DRIVE			(Month/Day/Year)					Director 10% Owner X Officer (give title Other (specify			
5660 NEW NORTHSIDE DRIVE			01/14/2015					below) below)			
								General Counsel & Corp. Sec.			
(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 I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							y Owned			
1.Title of	2. Transaction Da			3.	4. Securi		*	5. Amount of	6. Ownership	7. Nature of	
(Instr. 3) any			n Date, if	Transaction Code	Fransaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			Securities Beneficially	Indirect Reneficial		
			Day/Year)	(msu. 3,	4 and	3)	Owned	Form: Direct Beneficia (D) or Ownersh	Ownership		
								Following Indirect (I) (Instr. 4) Reported (Instr. 4) Transaction(s)			
					(A)						
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	01/14/2015			M	3,000 (1)	A	\$ 112.48	13,147	D		
Common	01/14/2015			S	4,393 (1)	D	\$ 208.61	8,754 <u>(2)</u>	D		

(1)

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

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.

208.61

Edgar Filing: Intercontinental Exchange, Inc. - Form 4

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. Transacti Code (Instr. 8)	5. Number coof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Empoyee Stock Option (right to buy) Holding	\$ 112.48	01/14/2015		М	3,000	(3)	01/11/2021	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Short Johnathan H

5660 NEW NORTHSIDE DRIVE General Counsel & Corp. Sec.

ATLANTA, GA 30328

Signatures

(2)

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

01/15/2015

**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).
- The sales 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 6,887 shares of common stock and 1,867 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

(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.

Reporting Owners 2

Edgar Filing: Intercontinental Exchange, Inc. - Form 4

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.