

Jackson Benjamin  
Form 3/A  
December 13, 2017

# 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 \*

Â Jackson Benjamin

(Last) (First) (Middle)

5660 NEW NORTHSIDE  
DRIVE

(Street)

ATLANTA,Â GAÂ 30328

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/15/2017

3. Issuer Name **and** Ticker or Trading Symbol  
Intercontinental Exchange, Inc. [ICE]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner

X Officer \_\_\_ Other  
(give title below) (specify below)

President

5. If Amendment, Date Original Filed(Month/Day/Year)

11/16/2017

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

\_\_\_ 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

60,426 <sup>(1)</sup>

D Â

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)

Title

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)	01/17/2022	Common Stock	8,620	\$ 22.43	D	Â
Employee Stock Option (right to buy) Holding	Â (2)	01/11/2023	Common Stock	4,660	\$ 25.87	D	Â
Employee Stock Option (right to buy) Holding	Â (2)	01/17/2024	Common Stock	24,870	\$ 41.37	D	Â
Employee Stock Option (right to buy) Holding	Â (3)	01/20/2025	Common Stock	30,530	\$ 41.59	D	Â
Employee Stock Option (right to buy) Holding	Â (4)	01/14/2026	Common Stock	25,305	\$ 50.01	D	Â
Employee Stock Option (right to buy) Holding	Â (5)	01/18/2027	Common Stock	28,598	\$ 57.31	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jackson Benjamin 5660 NEW NORTHSIDE DRIVE ATLANTA, GA 30328	Â	Â	Â President	Â

## Signatures

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

12/13/2017

\_\_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).

- (1) The common stock number referred in Table I is an aggregate number and represents 33,460 shares of common stock, 6,945 unvested restricted stock units, and 20,021 unvested performance based restricted stock units, for which the performance period has been satisfied. The restricted stock units and the 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 2017 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 2018 and will be reported at the time of vesting. The satisfaction of the 2017 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 will be reported at the time of vesting.
- (2) These options are fully vested.
- (3) These options vest in accordance with the following schedule: 33.33% of the options vested on January 20, 2016, and the remaining 66.67% of the options vest in equal monthly installments between February 20, 2016 and January 20, 2018.
- (4) These options vest in accordance with the following schedule: 33.33% of the options vested on January 14, 2017, and the remaining 66.67% of the options vest in equal monthly installments between February 14, 2017 and January 14, 2019.
- (5)

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These options vest in accordance with the following schedule: 33.33% of the options vest 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.

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### Remarks:

ThisÂ formÂ isÂ beingÂ filedÂ solelyÂ toÂ includeÂ theÂ PowerÂ ofÂ AttorneyÂ thatÂ wasÂ inadvertentlyÂ excludedÂ f

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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