

Intercontinental Exchange, Inc.
Form 8-K
October 13, 2016

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT PURSUANT TO SECTION 13 or 15(d) of THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): October 12, 2016

INTERCONTINENTAL EXCHANGE, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware 001-36198 46-2286804

(State or other jurisdiction of (Commission (I.R.S. Employer Identification

incorporation) File No.) Number)

5660 New Northside Drive, Third Floor, Atlanta, Georgia 30328

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (770) 857-4700

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrants under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

(a) The Special Meeting of Stockholders (the "Special Meeting") of Intercontinental Exchange, Inc. (the "Company") was held on October 12, 2016. At the close of business on August 24, 2016, which was the record date for the determination of stockholders entitled to vote at the Special Meeting, there were 119,154,118 outstanding shares of common stock eligible to vote at the Special Meeting, constituting all of the outstanding voting securities of the Company.

(b) The result of the matter submitted to a stockholder vote at the Special Meeting is as follows:

Approval of the Third Amended and Restated Certificate of Incorporation: Our stockholders approved the adoption of the Third Amended and Restated Certificate of Incorporation.

| <u>For</u> | <u>Against</u> | <u>Abstain</u> |
|-------------|----------------|----------------|
| 101,884,011 | 697,245 | 1,103,723 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

INTERCONTINENTAL EXCHANGE, INC.

/s/ Andrew J. Surdykowski

Date: October 13, 2016 By:

Andrew J. Surdykowski
Senior Vice President, Associate General Counsel