

Intercontinental Exchange, Inc. and Subsidiaries
Consolidated Balance Sheets
(In millions, except per share amounts)

	As of December 31,	
	2016	2015
Assets:		
Current assets:		
Cash and cash equivalents	\$ 407	\$ 627
Short-term investments	23	29
Short-term restricted cash and investments	679	657
Customer accounts receivable, net of allowance for doubtful accounts of \$7 and \$2 at December 31, 2016 and 2015, respectively	777	700
Margin deposits and guaranty funds	55,150	51,169
Prepaid expenses and other current assets	97	131
Total current assets	57,133	53,313
Property and equipment, net	1,129	1,037
Other non-current assets:		
Goodwill	12,291	12,079
Other intangible assets, net	10,420	10,758
Long-term restricted cash and investments	264	263
Long-term investments	432	299
Other non-current assets	334	238
Total other non-current assets	23,741	23,637
Total assets	\$ 82,003	\$ 77,987
Liabilities and Equity:		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 388	\$ 398
Section 31 fees payable	131	116
Accrued salaries and benefits	230	215
Deferred revenue	114	98
Short-term debt	2,493	2,591
Margin deposits and guaranty funds	55,150	51,169
Other current liabilities	111	156
Total current liabilities	58,617	54,743
Non-current liabilities:		
Non-current deferred tax liability, net	2,958	2,837
Long-term debt	3,871	4,717
Accrued employee benefits	430	478
Other non-current liabilities	337	337
Total non-current liabilities	7,596	8,369
Total liabilities	66,213	63,112
Commitments and contingencies		
Redeemable non-controlling interest	36	35
Equity:		
Intercontinental Exchange, Inc. shareholders' equity:		
Preferred stock, \$0.01 par value; 100 shares authorized; no shares issued or outstanding at December 31, 2016 and 2015	—	—
Common stock, \$0.01 par value; 1,500 shares authorized; 596 and 595 shares issued and outstanding at December 31, 2016, respectively, and 628 and 594 shares issued and outstanding at December 31, 2015, respectively	6	6

Treasury stock, at cost; 1 and 34 shares at December 31, 2016 and 2015, respectively	(40)	(1,448)
Additional paid-in capital	11,306	12,290
Retained earnings	4,789	4,148
Accumulated other comprehensive loss	(344)	(188)
Total Intercontinental Exchange, Inc. shareholders' equity	15,717	14,808
Non-controlling interest in consolidated subsidiaries	37	32
Total equity	15,754	14,840
Total liabilities and equity	\$ 82,003	\$ 77,987

See accompanying notes.

Intercontinental Exchange, Inc. and Subsidiaries
Consolidated Statements of Income
(In millions, except per share amounts)

	Year Ended December 31,		
	2016	2015	2014
Revenues:			
Transaction and clearing, net	\$ 3,384	\$ 3,228	\$ 3,144
Data services	1,978	871	691
Listings	419	405	367
Other revenues	177	178	150
Total revenues	5,958	4,682	4,352
Transaction-based expenses:			
Section 31 fees	389	349	359
Cash liquidity payments, routing and clearing	1,070	995	901
Total revenues, less transaction-based expenses	4,499	3,338	3,092
Operating expenses:			
Compensation and benefits	945	611	592
Professional services	137	139	181
Acquisition-related transaction and integration costs	80	88	129
Technology and communication	374	203	188
Rent and occupancy	70	57	78
Selling, general and administrative	116	116	143
Depreciation and amortization	610	374	333
Total operating expenses	2,332	1,588	1,644
Operating income	2,167	1,750	1,448
Other income (expense):			
Interest expense	(178)	(97)	(96)
Other income, net	40	—	55
Other expense, net	(138)	(97)	(41)
Income from continuing operations before income tax expense	2,029	1,653	1,407
Income tax expense	580	358	402
Income from continuing operations	1,449	1,295	1,005
Income from discontinued operations, net of tax	—	—	11
Net income	\$ 1,449	\$ 1,295	\$ 1,016
Net income from continuing operations attributable to non-controlling interest	(27)	(21)	(35)
Net income attributable to Intercontinental Exchange, Inc.	\$ 1,422	\$ 1,274	\$ 981
Basic earnings per share attributable to Intercontinental Exchange, Inc. common shareholders:			
Continuing operations	\$ 2.39	\$ 2.29	\$ 1.70
Discontinued operations	—	—	0.02
Basic earnings per share	\$ 2.39	\$ 2.29	\$ 1.72
Basic weighted average common shares outstanding	595	556	570
Diluted earnings per share attributable to Intercontinental Exchange, Inc. common shareholders:			
Continuing operations	\$ 2.37	\$ 2.28	\$ 1.69
Discontinued operations	—	—	0.02
Diluted earnings per share	\$ 2.37	\$ 2.28	\$ 1.71
Diluted weighted average common shares outstanding	599	559	573
Dividend per share	\$ 0.68	\$ 0.58	\$ 0.52

See accompanying notes.

Intercontinental Exchange, Inc. and Subsidiaries
Consolidated Statements of Comprehensive Income
(In millions)

	Year Ended December 31,		
	2016	2015	2014
Net income	\$ 1,449	\$ 1,295	\$ 1,016
Other comprehensive income (loss):			
Foreign currency translation adjustments, net of tax benefit of (\$22), (\$4) and (\$5) for the years ended December 31, 2016, 2015 and 2014, respectively	(300)	(58)	(130)
Change in fair value of available-for-sale securities	134	(81)	55
Change in fair value or discontinuance of net investment hedge, net of tax expense of \$7 for the year ended December 31, 2014	—	—	21
Comprehensive income from equity method investment	—	2	—
Employee benefit plan net gains (losses), net of tax expense (benefit) of \$7 and (\$78) for the years ended December 31, 2016 and 2014, respectively	10	(5)	(117)
Other comprehensive loss	(156)	(142)	(171)
Comprehensive income	\$ 1,293	\$ 1,153	\$ 845
Comprehensive income attributable to non-controlling interest	(27)	(21)	(35)
Comprehensive income attributable to Intercontinental Exchange, Inc.	\$ 1,266	\$ 1,132	\$ 810

See accompanying notes.

Intercontinental Exchange, Inc. and Subsidiaries
Consolidated Statements of Changes in Equity, Accumulated Other Comprehensive Income (Loss)
and Redeemable Non-Controlling Interest
(In millions)

	Intercontinental Exchange, Inc. Shareholders' Equity							Non-Controlling Interest in Consolidated Subsidiaries	Total Equity	Redeemable Non-controlling Interest
	Common Stock		Treasury Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)			
	Shares	Value	Shares	Value						
Balance, as of January 1, 2014	574	\$ 6	—	\$ (53)	\$ 9,789	\$ 2,482	\$ 125	\$ 32	\$ 12,381	\$ 322
Other comprehensive loss	—	—	—	—	—	—	(171)	—	(171)	—
Exercise of common stock options	—	—	—	—	13	—	—	—	13	—
Repurchases of common stock	—	—	(16)	(645)	—	—	—	—	(645)	—
Payments relating to treasury shares	—	—	(3)	(45)	—	—	—	—	(45)	—
Stock-based compensation	—	—	—	—	105	—	—	—	105	—
Issuance of restricted stock	5	—	—	—	—	—	—	—	—	—
Tax benefits from stock option plans	—	—	—	—	26	—	—	—	26	—
Adjustment to redemption value	—	—	—	—	—	46	—	—	46	(46)
Acquisition of redeemable non-controlling interest	—	—	—	—	—	—	—	—	—	16
Distributions of profits	—	—	—	—	—	—	—	(17)	(17)	(16)
Dividends paid to shareholders	—	—	—	—	—	(299)	—	—	(299)	—
Purchase of subsidiary shares	—	—	—	—	—	—	—	—	—	(129)
Net income attributable to non-controlling interest	—	—	—	—	—	(35)	—	17	(18)	18
Net income	—	—	—	—	—	1,016	—	—	1,016	—
Balance, as of December 31, 2014	579	6	(19)	(743)	9,933	3,210	(46)	32	12,392	165
Other comprehensive loss	—	—	—	—	—	—	(142)	—	(142)	—
Stock consideration issued for Interactive Data and Trayport acquisitions	45	—	—	—	2,197	—	—	—	2,197	—
Exercise of common stock options	—	—	—	—	19	—	—	—	19	—
Repurchases of common stock	—	—	(14)	(660)	—	—	—	—	(660)	—
Payments relating to treasury shares	—	—	(1)	(45)	—	—	—	—	(45)	—
Stock-based compensation	—	—	—	—	122	—	—	—	122	—
Issuance of restricted stock	4	—	—	—	—	—	—	—	—	—
Tax benefits from stock option plans	—	—	—	—	19	—	—	—	19	—
Adjustment to redemption value	—	—	—	—	—	(5)	—	—	(5)	4
Distributions of profits	—	—	—	—	—	—	—	(16)	(16)	(11)
Dividends paid to shareholders	—	—	—	—	—	(331)	—	—	(331)	—
Purchase of subsidiary shares	—	—	—	—	—	—	—	—	—	(128)
Net income attributable to non-controlling interest	—	—	—	—	—	(21)	—	16	(5)	5
Net income	—	—	—	—	—	1,295	—	—	1,295	—
Balance, as of December 31, 2015	628	6	(34)	(1,448)	12,290	4,148	(188)	32	14,840	35
Other comprehensive loss	—	—	—	—	—	—	(156)	—	(156)	—
Exercise of common stock options	1	—	—	—	22	—	—	—	22	—
Treasury shares retired in connection with stock split	(35)	—	35	1,512	(1,142)	(370)	—	—	—	—
Repurchases of common stock	—	—	(1)	(50)	—	—	—	—	(50)	—
Payments relating to treasury shares	—	—	(1)	(54)	—	—	—	—	(54)	—
Stock-based compensation	—	—	—	—	136	—	—	—	136	—
Issuance of restricted stock	2	—	—	—	—	—	—	—	—	—
Adjustment to redemption value	—	—	—	—	—	(2)	—	—	(2)	1
Distributions of profits	—	—	—	—	—	—	—	(19)	(19)	(3)
Dividends paid to shareholders	—	—	—	—	—	(409)	—	—	(409)	—
Net income attributable to non-controlling interest	—	—	—	—	—	(27)	—	24	(3)	3
Net income	—	—	—	—	—	1,449	—	—	1,449	—
Balance, as of December 31, 2016	596	\$ 6	(1)	\$ (40)	\$ 11,306	\$ 4,789	\$ (344)	\$ 37	\$ 15,754	\$ 36

See accompanying notes.

Intercontinental Exchange, Inc. and Subsidiaries
Consolidated Statements of Changes in Equity, Accumulated Other Comprehensive Income (Loss)
and Redeemable Non-Controlling Interest — (Continued)
(In millions)

	As of December 31,		
	2016	2015	2014
Accumulated other comprehensive income (loss) was as follows:			
Foreign currency translation adjustments	\$ (345)	\$ (45)	\$ 13
Fair value of available-for-sale securities	108	(26)	55
Comprehensive income from equity method investment	2	2	—
Employee benefit plans adjustments	(109)	(119)	(114)
Accumulated other comprehensive loss	<u>\$ (344)</u>	<u>\$ (188)</u>	<u>\$ (46)</u>

See accompanying notes.

Intercontinental Exchange, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(In millions)

	Year Ended December 31,		
	2016	2015	2014
Operating activities			
Net income	\$ 1,449	\$ 1,295	\$ 1,016
Less: income from discontinued operations, net of tax	—	—	(11)
Income from continuing operations	1,449	1,295	1,005
Adjustments to reconcile income from continuing operations to net cash provided by operating activities:			
Depreciation and amortization	610	374	333
Stock-based compensation	124	111	97
Deferred taxes	114	(108)	21
Amortization of fair market value premium on NYSE Notes	—	(23)	(55)
Other	(6)	(17)	(46)
Changes in assets and liabilities:			
Customer accounts receivable	(65)	(45)	(43)
Other current and non-current assets	7	(5)	22
Section 31 fees payable	14	(21)	52
Deferred revenue	42	27	58
Other current and non-current liabilities	(140)	(277)	19
Total adjustments	700	16	458
Net cash provided by operating activities from continuing operations	2,149	1,311	1,463
Investing activities			
Capital expenditures	(250)	(190)	(172)
Capitalized software development costs	(115)	(87)	(78)
Proceeds from IPO and sale of Euronext and sale of NYSE Technologies	—	—	2,274
Cash paid for acquisitions, net of cash acquired	(425)	(3,751)	(577)
Proceeds from term deposits and sales of available-for-sale investments	—	1,089	54
Purchases of term deposits and available-for-sale investments	—	(5)	(1,304)
Increase in restricted cash and investments	(38)	(294)	(161)
Other	(70)	(60)	—
Net cash provided by (used in) investing activities from continuing operations	(898)	(3,298)	36
Financing activities			
Proceeds from debt facilities	—	2,472	—
Repayments of debt facilities	—	(1,028)	(377)
Proceeds from (repayments of) commercial paper, net	(949)	1,686	(175)
Dividends to shareholders	(409)	(331)	(299)
Repurchases of common stock	(50)	(660)	(645)
Payments relating to treasury shares received for restricted stock tax payments and stock option exercises	(54)	(45)	(45)
Purchase of subsidiary shares from non-controlling interest	—	(128)	(129)
Other	—	10	(3)
Net cash provided by (used in) financing activities from continuing operations	(1,462)	1,976	(1,673)
Net cash provided by operating activities from discontinued operations	—	—	51
Net cash used in investing activities from discontinued operations	—	—	(504)
Net cash provided by financing activities from discontinued operations	—	—	339
Effect of exchange rate changes on cash and cash equivalents	(9)	(14)	(21)
Net decrease in cash and cash equivalents	(220)	(25)	(309)
Cash and cash equivalents, beginning of year	627	652	961
Cash and cash equivalents, end of year	\$ 407	\$ 627	\$ 652
Supplemental cash flow disclosure			
Cash paid for income taxes	\$ 460	\$ 542	\$ 338
Cash paid for interest	\$ 170	\$ 123	\$ 140
Supplemental non-cash investing and financing activities			
Common stock and vested stock options issued for acquisitions	\$ —	\$ 2,197	\$ —
Treasury stock retirement	\$ 1,512	\$ —	\$ —

See accompanying notes.