

IntercontinentalExchange Group, Inc.
 Form 4
 November 14, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
 Farley Thomas W

2. Issuer Name and Ticker or Trading Symbol
 IntercontinentalExchange Group, Inc.
 [ICE]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2100 RIVEREDGE
 PARKWAY, SUITE 500
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/13/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 COO of NYSE Euronext

ATLANTA, GA 30328

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	11/13/2013		A	15,688 A <u>(1)</u> <u>(2)</u>	15,688	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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. Transaction Code (Instr. 8)	5. Number of 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)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy) Holding ⁽³⁾	\$ 160.58	11/13/2013		A	4,424	⁽⁴⁾ 02/22/2017	Common Stock	4,424
Employee Stock Option (right to buy) Holding ⁽³⁾	\$ 189.43	11/13/2013		A	4,560	⁽⁴⁾ 12/28/2017	Common Stock	4,560
Employee Stock Option (right to buy) Holding ⁽³⁾	\$ 80.17	11/13/2013		A	4,507	⁽⁴⁾ 12/16/2018	Common Stock	4,507
Employee Stock Option (right to buy) Holding ⁽³⁾	\$ 106	11/13/2013		A	4,931	⁽⁴⁾ 12/10/2019	Common Stock	4,931
Employee Stock Option (right to buy) Holding ⁽³⁾	\$ 112.15	11/13/2013		A	5,767	⁽⁵⁾ 01/17/2022	Common Stock	5,767
Employee Stock Option (right to buy) Holding ⁽³⁾	\$ 129.36	11/13/2013		A	11,390	⁽⁶⁾ 01/11/2023	Common Stock	11,390
	\$ 112.48	11/13/2013		A	4,059	⁽⁷⁾ 01/11/2021		4,059

