

**CHARTER OF THE RISK COMMITTEE  
OF THE BOARD OF DIRECTORS OF  
INTERCONTINENTAL EXCHANGE, INC.**

**I. PURPOSE**

The Risk Committee (the “Committee”) of the Board of Directors (the “Board”) of Intercontinental Exchange, Inc. (the “Company”) shall assist the Board in fulfilling its oversight of management’s responsibility for the Company’s risk structure and governance in the following areas: (i) identification of and planning for material risks inherent in the Company’s business, including but not limited to legal, regulatory, operational, security and reputational risks; (ii) development and implementation of processes, guidelines, policies, and reports for assessing and monitoring risks, and (iii) organization and performance of the Company’s Enterprise Risk Management (“ERM”) function.

**II. ORGANIZATION AND MEMBERSHIP**

The Committee shall be comprised of at least three directors, or such greater number determined by the Board. A majority of the members of the Committee shall qualify as “independent” under the rules of the New York Stock Exchange and the Company’s Independence Policy of the Board of Directors. Each member should have an understanding of risk management commensurate with the Company’s business, size, complexity, and capital structure.

Members of the Committee shall be appointed by the Board based on the recommendation of the Nominating and Corporate Governance Committee, and, unless otherwise directed by the Board, shall serve one-year terms. Members of the Committee may be removed by the Board at any time with or without cause. Membership on the Committee shall automatically end at such time as a member ceases to be a member of the Board. Upon the removal or resignation of a member, the Board may appoint a successor to serve the remainder of the unexpired term. One member of the Committee who qualifies as independent will be appointed chairperson of the Committee by the Board. If the Board fails to appoint the Committee’s chairperson, the Committee shall elect one independent member of the Committee as chairperson by a majority vote of the members then serving on the Committee.

The chairperson of the Audit Committee will have access to the meeting materials and is invited to attend the Committee meetings as an observer.

**III. MEETINGS**

The Committee will meet as often as necessary to perform its duties and will hold executive sessions periodically. A majority of the members of the Committee shall constitute a quorum for the transaction of business. The act of a majority of the members present at any meeting at which a quorum is present shall be the act of the Committee. The Committee

shall designate a secretary, who need not be a member of the Committee, to record the minutes of each meeting. Minutes shall be reviewed and approved at a subsequent meeting of the Committee. The Committee chairperson may call additional meetings as necessary. The Committee chairperson, with input from management of the Company, will establish the agenda for each Committee meeting. Periodically, the Committee may meet separately with the Company's Corporate Risk Officer and may meet separately with other members of management, including the Chief Information Security Officer, Chief Operating Officer, General Counsel, and business unit risk officers. Typically, the Company's senior internal audit executive will attend Committee meetings. The Committee may also request any officer or employee of the Company or the Company's outside counsel or other advisors to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee. Members of the Committee may participate in a meeting of the Committee by means of conference call or similar communications equipment by means of which all persons participating in the meeting can hear each other.

#### **IV. RESPONSIBILITIES AND DUTIES**

The Committee shall have the purpose and responsibilities to:

1. Enterprise Risk Management Policy and Risk Management Framework
  - (a) Review from time to time of the Company's Enterprise Risk Management Policy and Risk Management Framework, including management's processes, guidelines, policies and reports for assessing and monitoring risks.
2. Risk Practices and Results
  - (a) Review the Risk Appetite Frameworks of the operating subsidiaries; any "red threshold" breaches of the related risk appetite metrics that include financial, legal, compliance, regulatory, reputational, and operational risks; and the steps management has taken or is taking to remediate the risks.
  - (b) Review the Emerging Risk Assessments of the operating subsidiaries, including the scenario analysis completed to assess risks posed by extreme but plausible events and the Company's strategy and preparedness to respond to such events.
  - (c) Review regulatory disclosures regarding risk, including those contained in the Company's annual report on Form 10-K and quarterly reports on Form 10-Q.
  - (d) Review, with the Company's General Counsel, any legal matter that could have a significant impact on the Company's business, operations, financial statements, or reputation.
  - (e) Review business, regulatory, operational, geopolitical, and environmental risks that could have a significant impact on the Company's business,

operations, or reputation, including risks arising from the Company's clearing and settlement activities and those of its operating subsidiaries.

- (f) Periodically review the Company's insurance arrangements.

3. Enterprise Risk Governance and Management Structure

- (a) Evaluate the Company's ERM function, including its performance, organization, practices, budgeting, and staffing.
- (b) Conduct an annual evaluation of the Company's Corporate Risk Officer.

4. Cybersecurity, Technology Operations, Technology Governance, Data Privacy and Business Continuity Planning ("BCP") Programs

- (a) Oversee management's identification and mitigation of cybersecurity and data privacy risks. Receive on at least a quarterly basis a report from the Company's Chief Information Security Officer.
- (b) Oversee and provide feedback to management on desired metrics, reporting detail, and specific concerns relating to cybersecurity, technology operations, technology governance, data privacy, and business continuity planning, among other topics.
- (c) Review the meeting minutes and quarterly reports of the Operational Oversight Committee, which include presentations on cybersecurity, technology operations, technology development, and enterprise risk management.

5. Other Matters

- (a) Report to the Board regularly on the Committee's actions, recommendations, and any topics that it believes should be reviewed or discussed with the Board.
- (b) Annually review and evaluate the performance of the Committee.
- (c) Review this Charter at least annually and recommend to the Board any updates as the Committee deems necessary or appropriate.
- (d) Perform any other activities consistent with this Charter as the Committee deems necessary or appropriate, or as the Board further delegates to the Committee.

**VI. RESOURCES AND AUTHORITY**

The Committee shall have the resources, funding and authority appropriate to discharge its duties and responsibilities, including the authority to select, retain, terminate

and approve the fees and other retention terms of outside advisors, at the Company's expense, as the Committee deems necessary and appropriate, without seeking approval of the Board or management.

The Company will provide for appropriate funding, as determined by the Committee, in its capacity as a committee of the Board, for the payment of:

- (a) Compensation to any outside advisor employed by the Committee; and
- (b) Ordinary administrative expenses of the Committee necessary or appropriate in carrying out its duties.

## **VII. DELEGATION**

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee comprised of one or more independent members of the Committee.

## **VIII. APPROVAL AND ADOPTION**

This charter was approved and adopted effective as of May 15, 2026.