



INVESTORS

INTERCONTINENTAL EXCHANGE STATEMENT REGARDING NO INTENTION TO MAKE AN OFFER FOR LONDON STOCK EXCHANGE GROUP PLC (“LSEG”)

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Intercontinental Exchange, Inc. (NYSE:ICE), a leading operator of global exchanges and clearing houses and provider of data and listings services, provided the following statement.

On March 1, 2016, Intercontinental Exchange, Inc. (“**ICE**”), announced under Rule 2.4 of the City Code on Takeovers and Mergers (the “**Code**”) that it was considering making an offer for LSEG.

Following due diligence on the information made available, ICE determined that there was insufficient engagement to confirm the potential market and shareholder benefits of a strategic combination. Therefore, ICE has confirmed that it has no current intention to make an offer for LSEG.

For the purposes of Rule 2.8 of the Code, ICE reserves the right to make or participate in an offer for LSEG (and/or take any other actions which would otherwise be restricted under Rule 2.8 of the Code) within the next six months following the date of this announcement with the consent of the Panel on Takeovers and Mergers (the “**Panel**”) or:

- (a) With the agreement or recommendation of the Board of LSEG, where the offer announced by LSEG and Deutsche Börse AG on March 16, 2016 has been withdrawn or has lapsed and, prior to such withdrawal or lapse, neither ICE nor any person acting in concert with ICE has acquired an interest in any shares of LSEG;
- (b) Following the announcement of a firm intention to make an offer for LSEG by or on behalf of a third party;
- (c) Following the announcement by LSEG of a “whitewash” proposal (for the purposes of Note 1 on the Notes on Dispensations from Rule 9 of the Code) or a reverse takeover; or
- (d) If the Panel determines that there has been a material change of circumstances.

About Intercontinental Exchange

Intercontinental Exchange (NYSE:ICE) operates the leading network of global futures and equity exchanges and provides world class clearing, data and listing services across many markets. The New York Stock Exchange is the world leader in capital raising and equities trading.

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Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995 - Statements in this press release regarding ICE's business that are not historical facts are "forward-looking statements" that involve risks and uncertainties. For a discussion of additional risks and uncertainties, which could cause actual results to differ from those contained in the forward-looking statements, see ICE's Securities and Exchange Commission (SEC) filings, including, but not limited to, the risk factors in ICE's Annual Report on Form 10-K for the year ended December 31, 2015, as filed with the SEC on February 4, 2016.

SOURCE: Intercontinental Exchange

ICE-CORP

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