



Martha Redding Chief Counsel Assistant Secretary

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### CONFIDENTIAL TREATMENT REQUEST

### VIA MAIL

November 26, 2014

The Secretary Securities and Exchange Commission Washington, D.C. 20549 RECEIVED

NOV 28 2014

Re:

Application Requesting Confidential Treatment for Certain Documents Produced to the United States Securities and Exchange Commission by NYSE in Connection with its Amendment to Form 1

Dear Secretary:

The purpose of this letter is to request confidential treatment under Rule 24b-2 of the Securities Exchange Act of 1934 for certain documents submitted pursuant to Rule 6a-2, addressed to the Division of Market Regulation, Office of Market Supervision, United States Securities and Exchange Commission ("SEC" or the "Commission"), and signed by Martha Redding, Chief Counsel, NYSE.

<b>*</b> Description	Bates Nos.	Date Produced -
Exhibit D of NYSE's	NYSE-14-0005- NYSE 14-0107	June 30, 2014
Amendment to Form 1		and November 26,
containing unconsolidated		2014
and unaudited financial	·	
information for certain		
subsidiaries and affiliates of		
NYSE, dated June 30, 2014		
addressed to the Division of		
Market Regulation, Office of		
Market Supervision, of the	·	
SEC and signed by Martha	·	
Redding, produced to the		'
Commission pursuant to Rule		
6a-2 under the Securities		
Exchange Act of 1934.	:	

Description	Bates Nos.	Date Produced
Exhibit D of NYSE MKT's Amendment to Form 1, containing unconsolidated and unaudited financial information for certain subsidiaries and affiliates of NYSE MKT, dated June 30, 2014 addressed to the Division of Market Regulation, Office of Market Supervision, of the SEC and signed by Martha Redding, produced to the Commission pursuant to Rule 6a-2 under the Securities Exchange Act of 1934	MKT-14-0005— NYSE 14-0107	June 30, 2014 and November 26, 2014
Exhibit D of NYSE Arca's Amendment to Form 1, containing unconsolidated and unaudited financial information for certain subsidiaries and affiliates of NYSE Arca, dated June 30, 2014 addressed to the Division of Market Regulation, Office of Market Supervision, of the SEC and signed by Martha Redding, produced to the Commission pursuant to Rule 6a-2 under the Securities Exchange Act of 1934	ARCA-14-0005— ARCA-14-0107	June 30, 2014 and November 26, 2014

The above-referenced Bates stamped documents ("Confidential Material") are deemed by Intercontinental Exchange, on behalf of the NYSE Holdings, LLC, New York Stock Exchange LLC, NYSE MKT LLC, and NYSE Arca, Inc. (collectively, the "Exchanges"), to be highly confidential in their entirety and confidentiality therefore is being requested under the Freedom of Information Act, 5 U.S.C. 552, the Commission's rules and regulations thereunder (e.g., 17 C.F.R. 200.83(c)) and other applicable statutes or regulations. We request that the Confidential Material be kept confidential for a minimum of 3 years from the date of this letter (until November 24, 2017) to ensure that the information is considered sufficiently stale and therefore could not create competitive harm, disadvantage the Exchanges, or be misconstrued to the detriment of the Exchanges and/or public. Because these Confidential Materials constitute

The Secretary November 26, 2014 Page 3 of 4

commercial and/or financial information which are privileged or confidential, they are subject to the exemption from mandatory disclosure under Exemption 4 of the FOIA, 5 U.S.C. § 552(b)(4) (1976). In addition, NYSE, on behalf of the Exchanges believes that Exemption 8 is also applicable as well as the protections available under the Privacy Act of 1974, 5 U.S.C. § 552a.

Section 552(b)(4) of the FOIA exempts from the disclosure requirements of the FOIA "trade secrets and commercial or financial information obtained from a person and privileged or confidential". The FOIA contains no definition of "privileged" or "confidential". In Gulf & Western Industries, Inc. v. U.S., 615 F.2d 527 (D.C. Cir. 1979), the Court of Appeals concluded that information is confidential for purposes of the FOIA if (i) it is not of the type normally released to the public by the submitter and (ii) the information is of the type that would cause substantial competitive harm if released. There is no requirement that "competitive harm" be established by a showing of actual competitive harm. Rather, "actual competition and the likelihood of substantial competitive injury is all that needs to be shown." Gulf & Western Indus., Inc. v. U.S., 615 F.2d at 530. Thus, in National Parks and Conservation Association v. Kleppe, 547 F.2d 673 (D.C. Cir. 1976), the Court of Appeals concluded that the disclosure of certain financial information, including costs and price-related items, was likely to cause substantial harm to the disclosing party's competitive position. Such disclosure, if required, would provide competitors with valuable information relating to the operational strengths and weaknesses of the disclosing company. Such competitive harm may result from the use of such information either by direct competitors or by persons with whom one is negotiating. See American Airlines, Inc. v. National Mediation Board, 588 F.2d 863, 868 n.13 (2d Cir.1978). It is also clear that the exemption was intended to prevent the fundamental unfairness that can result from one side having confidential information about the other in a business context. Cf. National Parks, supra, at 678 n.18.

Further, the information set forth in the Confidential Material has been provided to the Commission in connection with the Exchanges requirements under 17 CFR 240.6a-2. This information is not of a type customarily made available by the Exchanges to the public. Consequently, the disclosure of the information holds the potential for significant competitive harm to the Exchanges. Additionally, the Confidential Materials are not necessary for the protection of investors as the entities for which the financial information has been omitted are not public companies and do not hold assets of investors.

For all the foregoing reasons, the Exchanges requests that the Commission determine to protect the confidentiality of the Confidential Material and the information contained therein.

We consent to the release of the Confidential Material for official purposes to any member of the Commission, its Staff, other government agencies, offices or bodies, or Congress.

Should the Commission receive any request for these documents from any third party not a member of the Commission, its Staff, other government agencies, offices or bodies, or Congress, either pursuant to the Freedom of Information Act or otherwise, we request that we are given an opportunity to object to such disclosure. Furthermore, should the Commission be inclined to disclose these documents to any third party that is not a member of the Commission, its Staff, other government agencies, offices or bodies, or Congress, we request that, in

The Secretary November 26, 2014 Page 4 of 4

accordance with normal Commission practice, the Commission will provide ten business days' advance notice of any such decision. See, e.g., Chrysler Corp. v. Brown, 441 U.S. 281 (1979).

In that event, we request that the Commission immediately telephone and provide a written copy of such notice to Martha Redding, Chief Counsel, NYSE Regulation, Inc., 20 Broad Street, 18th Floor, New York, New York 10005, (212) 656-2938, <a href="martha.redding@theice.com">martha.redding@theice.com</a>, so that further substantiation of this confidentiality request may be submitted.

Sincerely,

cc (w/enclosures):

Securities and Exchange Commission Division of Market Regulation Office of Market Supervision 450 Fifth Street, N.W. Washington, D.C. 20549 The following information was submitted with a request that the Securities and Exchange Commission grant confidential treatment under Rule 24b-2 under the Securities Exchange Act of 1934 ("Exchange Act") for certain information contained in Exhibit D of amendments to Form 1, which were filed pursuant to Rule 6a-2 under the Exchange Act. The Securities and Exchange Commission denied the request for confidential treatment. See Securities Exchange Act Release No. 83760 (August 1, 2018) (Order Denying Applications by New York Stock Exchange LLC, NYSE MKT LLC, NYSE Arca, Inc. and NYSE National, Inc., Respectively, for Confidential Treatment Pursuant to Rule 24b-2 under the Exchange Act for Material Filed Pursuant to Rule 6a-2 under the Exchange Act). See also Securities Exchange Act Release No. 84497 (October 29, 2018) (Order Lifting the Automatic Stay of the Order Denying Applications by New York Stock Exchange LLC, NYSE MKT LLC, NYSE Arca, Inc., and NYSE National, Inc., Respectively, for Confidential Treatment Pursuant to Rule 24b-2 under the Exchange Act for Material Filed Pursuant to Rule 6a-2 under the Exchange Act).

## NYSE Group, Inc. Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenue:	
Other Income	\$ 43
Total Revenue	43
Expenses:	
Compensation and Benefits	4
Other Taxes	 12
Operating Expenses	16
Operating Income	27
Dividend from Group Companies	 112,000
Other Income	112,000
Pre-Tax Net Income	112,027
Income Tax Expense	651
Net Income	\$ 111,376

## NYSE Group, Inc. Balance Sheet As of December 31, 2013

(Unaudited) (in thousands)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ . 2
Current Assets	2
OTHER NONCURRENT ASSETS:	
Deferred Tax Assets - Noncurrent	197
Other Noncurrent Assets	 197
Total Assets	\$ 199
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 26,915
Current Liabilities	 26,915
Liabilities	 26,915
SHAREHOLDER'S EQUITY:	
Contributed Capital	(485,337)
Retained Earnings	458,621
Total Shareholder's Equity	(26,716)
Total Liabilities and Shareholder's Equity	\$ 199

## Wall and Broad Insurance Company Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues:	
Other Revenue	\$ 1,182
Total Revenue	
Liquidity Payments, Routing & Clearing	(620)
Total Revenue, less transaction-based expenses	 562
Expenses:	
Compensation and Benefits	848
Professional Services	85
Operating Expenses	 933
Operating Loss	(371)
Interest Income	5
Interest Expense	(1)
Other Income	 4
Pre-Tax Net Loss	(367)
Income Tax Benefit	91
Net Loss	\$ (276)

## Wall and Broad Insurance Company Balance Sheet

#### As of December 31, 2013

(Unaudited) (in thousands)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 5,290
Prepaid expenses and other current assets	640
Deferred Tax Assets - current	 216
Current Assets	6,146
Assets	\$ 6,146
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 71
Deferred Revenue and other current liabilities	 3,435
Current Liabilities	3,506
Liabilities	3,506
SHAREHOLDER'S EQUITY:	
Contributed Capital	250
Retained earnings	2,390
Total Shareholder's Equity	2,640
Total Liabilities and Shareholder's Equity	\$ 6,146

# NYSE Liffe Holdings, LLC Balance Sheet As of December 31, 2013 (Unaudited) (in thousands)

#### LIABILITIES and SHAREHOLDER'S EQUITY:

CURRENT LIABILITIES:  Accounts payable and accrued liabilities  Current Liabilities	<b>\$</b>	1
Liabilities		1
SHAREHOLDER'S EQUITY:		•
Retained deficit		(1)
Total Shareholder's Equity		. (1)
Total Liabilities and Shareholder's Equity	\$	-

### NYSE Liffe US, LLC Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues:		
Transaction and Clearing Fees	\$	11,124
Market Data		393
Other Revenue		974
Liquidity Payments, Routing & Clearing		(2,814)
Total Revenue	•	9,677
Expenses:		
Compensation and Benefits		5,223
External System & Communications		1,926
Professional Services		2,909
Amortization & Depreciation Expense		1,139
Rent and Other Occupancy	•	8
Other Operating Expense		2,070
Technology Expenses		7,000
Fine Income		(35)
Operating Expenses		20,240
Operating Loss		(10,563)
Interest Income		3
Interest Expense		(420)
Freign Exchange Loss		(132)
Other Loss		(549)
Pre-Tax Net Loss		(11,112)
Net Loss	\$	(11,112)

## NYSE Liffe US, LLC Balance Sheet As of December 31, 2013

(Unaudited) (in thousands)

CURRENT ASSETS:		
Cash and Cash Equivalents	\$	1,008
Current Assets		1,008
PLANT PROPERTY AND EQUIPMENT:		
Property and Equipment Cost		6,941
Accumulated Depreciation		(6,859)
Property and Equipment, Net		82
OTHER NONCURRENT ASSETS:		
Other intangibles assets, net		26,018
Other Noncurrent Assets		26,018
Assets	\$	27,108
A33613		
LIABILITIES and SHAREHOLDER'S EQUITY:		
CURRENT LIABILITIES:	•	
Accounts payable and accrued liabilities	\$	21,304
Accrued salaries and benefits		4,337
Deferred Revenue and other current liabilities		435
Income taxes payable		32
Current Liabilities		26,108
Liabilities		26,108
SHAREHOLDER'S EQUITY:		
Contributed Capital		126,002
Retained earnings		(125,002)
Total Shareholder's Equity		1,000
Total Liabilities and Shareholder's Equity	\$	27,108

## NYSE IP LLC Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Expenses: Other Operating Expense	\$ 8
Operating Expenses	8
Operating Loss	(8)
Net Loss	\$ (8)

## NYSE IP LLC Balance Sheet

### As of December 31, 2013

(Unaudited) (in thousands)

CURRENT ASSETS:	
Accounts Receivable, net of allowance	\$ 405
Current Assets	405
. Assets	\$ 405
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 140
Current Liabilities	 140
Liabilities	140
SHAREHOLDER'S EQUITY:	
Contributed Capital .	410
Retained deficit	 (145)
Total Shareholder's Equity	265
Total Liabilities and Shareholder's Equity	\$ 405

## NYSE Board Member LLC Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues:	
Other Revenue	\$ 6,101
Total Revenue	 6,101
Expenses:	I.
Merger Expenses and Exit Costs	415
Compensation and Benefits	3,335
External System & Communications	58
Professional Services	77
Amortization & Depreciation Expense	257
Rent and Other Occupancy	331
Office and Telecom	1,581
Marketing	75
Other Operating Expense	1,445
Operating Expenses	7,574
Operating Loss	(1,473)
Pre-Tax Net Loss	(1,473)
Income Tax Benefit	544
Net Loss	\$ (929)

#### NYSE Board Member LLC Balance Sheet As of December 31, 2013

(Unaudited) (in thousands)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 1,162
Accounts Receivable, net of allowance	(8,722)
Prepaid expenses and other current assets	64
Income Taxes Receivable	3,835
Deferred Tax Assets - Current	255
Current Assets	(3,406)
PLANT PROPERTY AND EQUIPMENT:	
Property and Equipment Cost	265
Accumulated Depreciation	(177)
Property and Equipment, Net	88
OTHER NONCURRENT ASSETS:	
Goodwill	6,746
Other intangibles assets, net	1,363
Other Receivables	16
Other Noncurrent Assets	8,125
Assets	\$ 4,807
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accrued salaries and benefits	\$ 1,053
Deferred Revenue and other current liabilities	1,871
Current Liabilities	2,924
NONCURRENT LIABILITIES:	
Deferred tax liabilities - noncurrent	220
Noncurrent Liabilities	220
Liabilities	3,144
SHAREHOLDER'S EQUITY:	
Contributed Capital	8,890
Retained earnings	(7,227)
Total Shareholder's Equity	1,663
Total Liabilities and Shareholder's Equity	\$ 4,807

## NYSE Techologies, Inc Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues:		
Software and Technologies	\$	33,046
Market Data	·	1,928
Total Revenue	***************************************	34,974
Expenses:		
Merger Expenses and Exit Costs		1,496
Compensation and Benefits		12,472
External System & Communications		2,184
Professional Services		11,529
Amortization & Depreciation Expense		654
Rent and Other Occupancy		116
Office and Telecom		1,125
Marketing		124
Other Operating Expense		6,220
Technology Expenses		11,156
Operating Expenses		47,076
Operating Loss		(12,102)
Foreign Exchange Loss		(1,759)
Other Loss		(1,759)
Pre-Tax Net Loss		(13,861)
Income Tax Benefit		6,550
Net Loss	\$	(7,311)

#### NYSE Techologies, Inc Balance Sheet As of December 31, 2013

(Unaudited) (in thousands)

CURRENT ASSETS:	
Short Term investments	\$ 34
Prepaid expenses and other current assets	3,265
Deferred tax assets - current	635
Current Assets	3,934
PLANT PROPERTY AND EQUIPMENT:	
Property and Equipment Cost	9,833
Accumulated Depreciation	(8,557)
Property and Equipment, Net	1,276
OTHER NONCURRENT ASSETS:	
Other Receivables	33
Deferred tax assets - noncurrent	9,491
Other Noncurrent Assets	9,524
Assets	\$ 14,734
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 17,262
Accrued salaries and benefits	3,616
Deferred Revenue and other current liabilities	14,803
Income taxes payable	3,277
Current Liabilities	38,958
NONCURRENT LIABILITIES:	
Other noncurrent liabilities	139
Deferred tax liabilities - noncurrent	38
Noncurrent Liabilities	177
Liabilities	39,135
SHAREHOLDER'S EQUITY:	•
Contributed Capital	22,264
Retained deficit	(46,665)
Total Shareholder's Equity	(24,401)
Total Liabilities and Shareholder's Equity	\$ 14,734

## NYFIX, Inc. Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues:		
Sold Product and Services	\$	62,606
Total Revenue		62,606
Expenses:		
Merger Expenses and Exit Costs		1,451
Compensation and Benefits		13,115
External System & Communications		10,154
Professional Services		2,789
Amortization & Depreciation Expense		3,071
Rent and Other Occupancy		1,960
Office and Telecom		1,015
Marketing		367
Other Operating Expense		3,455
Operating Expenses		37,377
Operating Income		25,229
Interest Income		1
Foreign Exchange Loss		(170)
Other Loss	V	(169)
Pre-Tax Net Income		25,060
Income Tax Expense		8,736
Net Income	\$	16,324

## NYFIX, Inc. **Balance Sheet** As of December 31, 2013 (Unaudited)

(in thousands)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 1,281
Accounts Receivable, net of allowance	22,377
Prepaid expenses and other current assets	338
Income tax receivable	5,613
Deferred tax receivable - current	2,543
Current Assets	32,152
PLANT PROPERTY AND EQUIPMENT:	
Property and Equipment Cost	14,197
Accumulated Depreciation	(8,029)
Property and Equipment, Net	6,168
OTHER NONCURRENT ASSETS:	
Goodwill	2,294
Other Receivables - noncurrent	193
Deferred tax assets - noncurrent	26,376
Other Noncurrent Assets	28,863
Assets	\$ 67,183
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 406
Accrued salaries and benefits	7,005
Deferred Revenue and other current liabilities	11,559
Current Liabilities	18,970
NONCURRENT LIABILITIES:	
Other Liabilities - Noncurrent	775
Deferred tax liabilities - noncurrent	1,334
Noncurrent Liabilities	2,109
Liabilities	21,079
SHAREHOLDER'S EQUITY:	
Contributed Capital	76,339
Retained deficit	(30,235)
Total Shareholder's Equity	46.104
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Total Liabilities and Shareholder's Equity	\$ 67,183
• •	

In the opinion of management, the accompanying unaudited financial statements contain all adjustments (consisting of normal recurring adjustments) necessary to fairly present our financial position and results of operations for the period presented. Certain information normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. These financial statements do not include income taxes accounting and equity method accounting. The balance sheet at December 31, 2013 has been derived from the audited financial statements of

IntercontinentalExchange Group, Inc. (the ultimate parent company) at that date but does not include all of the information required by generally accepted accounting principles for complete financial statements. These financial statements should be read in conjunction with the IntercontinentalExchange Group, Inc. financial statements and notes thereto for the year ended December 31, 2013, which are contained in our Annual Report on Form 10-K previously filed with the Securities and Exchange Commission.

## NYFIX Millennium Group Holdings, LLC (dormant) Balance Sheet

As of December 31, 2013

(Unaudited)

Assets	
Other Assets	1
Total Assets	\$ 1
LIABILITIES and SHAREHOLDER'S EQUITY:	
SHAREHOLDER'S EQUITY: Member capital	1
Total Shareholder's Equity	1
Total Liabilities and Shareholder's Equity	<b>\$</b> 1

## NYSE Euronext Holdings, LLC Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Expenses:	
Merger Expenses and Exit Costs	\$ 71,427
Compensation and Benefits	11,087
Other Operating Expense	130
Operating Expenses	82,644
Operating Loss	(82,644)
Interest Income	2,968
Interest Expense	(92,839)
Foreign Exchange Gain/Loss	495
Other New Financing Income	112,000
Impairment of Investment	801
Income from Assoc/Joint Ventures	(7,962)
Other Income, net	15,463
Pre-Tax Net Loss	(67,181)
Income Tax Benefit	123,376
Net Income	\$ 56,195

## NYSE Euronext Holdings, LLC Balance Sheet

### As of December 31, 2013

(Unaudited) (in thousands)

CURRENT ASSETS:		
Short Term Investments	\$	774
Income Taxes Receivable		299,103
Deferred tax receivable - current		9,466
Current Assets		309,343
OTHER NONCURRENT ASSETS:		
Goodwill		(5)
Other Receivables		6,493
Deferred tax assets		16,471
Other Noncurrent Assets		22,959
Assets	\$	332,302
LIABILITIES and SHAREHOLDER'S EQUITY:		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	\$	444,871
Accrued salaries and benefits		527
Deferred Revenue and other current liabilities		6,483
Deferred tax liabilities - current		754
Short-term Debt	···	38,376
Current Liabilities		491,011
NONCURRENT LIABILITIES:		
Long Term Debt		2,104,049
Deferred tax liabilities - noncurrent		55,484
Noncurrent Liabilities		2,159,533
Liabilities		2,650,544
SHAREHOLDER'S EQUITY:		•
Contributed Capital		(2,720,797)
Retained earnings		402,555
Total Shareholder's Equity		(2,318,242)
Total Liabilities and Shareholder's Equity	\$	332,302

## Corpedia Corporation Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues:	
Other Revenue	\$ 23,890
Total Revenue	23,890
Expenses:	
Merger Expenses and Exit Costs	435
Compensation and Benefits	14,052
External System & Communications	584
Professional Services	3,036
Amortization & Depreciation Expense	902
Rent and Other Occupancy	373
Office and Telecom	752
Marketing	237
Other Operating Expense	7,711
Operating Expenses	28,082
Operating Loss	(4,192)
Interest Income	3
Foreign Exchange Loss	(15)
Other Expense	(12)
Pre-Tax Net Loss	(4,204)
Income Tax Benefit	2,073
Net Loss	\$ (2,131)

## Corpedia Corporation Balance Sheet As of December 31, 2013 (Unaudited)

(in thousands)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 2,269
Accounts Receivable, net of allowance	6,007
Prepaid expenses and other current assets	533
Income Tax Receivable	2,218
Deferred tax asset - current	83
Current Assets	11,110
PLANT PROPERTY AND EQUIPMENT:	
Property and Equipment Cost	9,573
Accumulated Depreciation	(5,615)
Property and Equipment, Net	3,958
OTHER NONCURRENT ASSETS:	
Other Receivables	26
Deferred tax assets - noncurrent	23
Other Noncurrent Assets	49
Assets	\$ 15,117
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 323
Accrued salaries and benefits	1,585
Deferred Revenue and other current liabilities	7,372
Current Liabilities	9,280
NONCURRENT LIABILITIES:	
Other noncurrent liabilities	17
Deferred tax liabilities - noncurrent	829
Noncurrent Liabilities	846
Liabilities	10,126
SHAREHOLDER'S EQUITY:	
Contributed Capital	6,444
Retained Deficit	(1,453)
Total Shareholder's Equity	4,991
Total Liabilities and Shareholder's Equity	\$ 15,117

# NY Portfolio Clearing, LLC (dormant) Balance Sheet As of December 31, 2013 (Unaudited)

Assets	
Other Assets	1
Total Assets	\$ 1
LIABILITIES and SHAREHOLDER'S EQUITY:	
SHAREHOLDER'S EQUITY:  Member capital	1
Total Shareholder's Equity	1
Total Liabilities and Shareholder's Equity	\$ 1



### ICE Futures U.S. Inc. Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues: Transaction and clearing fees, net Revenues from affiliates Other revenues Total Revenues	\$ 239,121 34,772 2,174 276,067
I ofat Deserines	 270,007
Expenses:	
Compensation and benefits	19,120
Professional services	499 1 925
Technology and communication	1,825
Rent and occupancy	6,107 2,492
Selling, general and adminstrative	2,483 22,805
Depreciation and amortization Service and license fees to affiliates	59,928
	 112,767
Operating Expenses	 112,707
Operating Income	163,300
Other expenses, net	(4,223)
Other expense, net	(4,223)
Pre-Tax Net Income	159,077
Income tax expense	 66,941
Net Income	\$ 92,136

## ICE Clear U.S. Inc. Balance Sheet As of December 31, 2013 (Unaudited)

Current Assets:	
Cash and cash equivalents	\$ 52,068
Margin deposits and guaranty funds	1,883,669
Accounts receivable, net of allowance	654
Prepaid expenses and other current assets	27
Due from affiliates, net	40,712
Current Assets	1,977,130
Property and equipment:	·
Property and equipment cost	4,704
Accumulated depreciation	(4,086)
Property and equipment, net	618
Other Noncurrent Assets:	
Other noncurrent assets	212
Other Noncurrent Assets	212
Total Assets	\$ 1,977,960
Current Liabilities:	
Accounts payable and accrued liabilities	\$ 343
Accrued salaries and benefits	724
Margin deposits and guaranty funds	1,883,669
Income taxes liability	1,427
Current Liabilities	1,886,163
Total Liabilities	1,886,163
Shareholder's Equity:	
Contributed capital	52,710
Retained earnings	39,087
Total Shareholder's Equity	91,797
Total Liabilities and Shareholder's Equity	\$ 1,977,960

In the opinion of management, the accompanying unaudited financial statements contain all adjustments (consisting of normal recurring adjustments) necessary to fairly present our financial position and results of operations for the period presented. Certain information normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. These financial statements do not include income taxes accounting and equity method accounting. The balance sheet at December 31, 2013 has been derived from the audited financial statements of IntercontinentalExchange Group, Inc. (the ultimate parent company) at that date but does not include all of the information required by generally accepted accounting principles for complete financial statements. These financial statements should be read in conjunction with the IntercontinentalExchange Group, Inc. financial statements and notes thereto for the year ended December 31, 2029. NEIDENT LAMINETER ALPERT REPORT FORTH COMMENT AND FORTH PROPERTY AND FORTH REPORT FORTH COMMENT AND FORTH PROPERTY AND FORT



## ICE Clear U.S. Inc. Statement of Income Year Ended December 31, 2013

(Unaudited)

Revenues:	
Transaction and clearing fees, net	\$ 14,172
Other revenues	 5,794
Total Revenues	 19,966
Expenses:	
Compensation and benefits	4,618
Professional services	89
Technology and communication	110
Rent and occupancy	566
Selling, general and adminstrative	1,243
Depreciation and amortization	1,093
Service and license fees to affiliates	2,550
Operating Expenses	10,269
Operating Income	9,697
Other expenses, net	(191)
Interest expense to affiliates	 (180)
Other expense, net	 (371)
Pre-Tax Net Income	9,326
Income tax expense	 3,727
Net Income	\$ 5,599



# eCops, LLC (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other Assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:	r .	
Member capital		1
Member Equity		1
Total Member Equity	\$	1



# New York Futures Clearing Corporation (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:	•	
Member capital		1
Member Equity		1
Total Member Equity	\$	1



# Commodity Exchange Center (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other Assets	•	1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:		
Member capital		1
Member Equity		1
Total Member Equity	\$	1



# Intercontinental Holdings LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other assets		1
Total Assets	\$	. 1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:		
Member capital	•	1
Member Equity		. 1
Total Member Equity	\$	1



# ICE Trade Vault, LLC Income Statement Year Ended December 31, 2013 (Unaudited)

REVENUES:		
Transaction fees, net		\$ 10,251,016
Market data fees		4,715,737
Operating Revenues		14,966,753
OPERATING EXPENSES:		
Compensation and benefits	•	1,633,061
Professional services		63,343
Rent and other occupancy		100,444
Technology		4,601
Selling, general & administration		258,179
Service and license fees to affiliate		2,039,261
Operating Expenses		4,098,889
OTHER INCOME:		
Other Income		 1,191
Net Income		\$ 10,869,055



# ICE Trade Vault, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 2,460,451
Restricted Cash	2,290,000
Accounts Receivable, net of allowance	4,120,450
Due from affiliate	 5,090,622
Current Assets	13,961,523
Total Assets	\$ 13,961,523
LIABILITIES AND MEMBER EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 49,544
Accrued salaries and benefits	350,102
Current Liabilities	 399,646
NONCURRENT LIABILITIES:	
NonCurrent Liabilities	289,530
Total Liabilities	689,176
MEMBER EQUITY:	
Additional paid-in capital	539,907
Retained Earnings	12,732,440
Member Equity	 13,272,347
Total Liabilities and Member Equity	\$ 13,961,523



### PICE Trade Vault Canada, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:	
Other Assets	. 1
Total Assets	\$ 1
LIABILITIES AND MEMBER EQUITY:	•
MEMBER EQUITY:	
Member capital	1
Member Equity	 1
Total Member Equity	\$ 1



# ICE 4165 LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:	
Other assets	1
Total Assets	\$ 1
LIABILITIES AND MEMBER EQUITY:	
MEMBER EQUITY:	
Member capital	1
Member Equity	 . 1
Total Member Equity	\$ 1



### ICE 5660 LLC Income Statement Year Ended December 31, 2013 (Unaudited)

REVENUES:	•	
Rental Revenue	\$	2,047,912
Operating Revenues		2,047,912
OPERATING EXPENSES:		
Rent and other occupancy		1,882,607
Amortization & depreciation expense		1,327,856
Operating Expenses		3,210,463
OTHER INCOME:		
Other Income		181
Net loss	\$	(1,162,370)



### ICE 5660 LLC Balance Sheet As Of December 31, 2013 (Unaudited)

\$	38,120,624
	30,013,317
	36,613,927
	(1,162,370)
	37,776,297
	1,506,697
	131,388
	131,388
	1,375,309
•	283,922
\$	1,091,387
\$	38,120,624
	842,015
	116,746
	725,269
	36,694,249
	(1,071,879)
	37,766,128
	584,360
\$	. 584,360
_	\$



### When-Tech LLC Income Statement Year Ended December 31, 2013 (Unaudited)

REVENUES:		,
Other Revenue	\$	6,868,289
Operating Revenues		6,868,289
OPERATING EXPENSES:		
Compensation and benefits		3,473,182
Professional services	•	49,645
Rent and other occupancy		1,145,592
Technology	·	984,317
Selling, general & administration		188,939
Amortization & depreciation expense		1,285,349
Service and license fees to affiliate		919,277
Operating Expenses		8,046,301
OTHER INCOME:		
Other Income		. 40
Net loss	\$	(1,177,972)



### When-Tech LLC Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 686,371
Accounts Receivable, net of allowance	1,339,187
Prepaid expenses and other current assets	32,587
Current Assets	2,058,145
PROPERTY PLANT AND EQUIPMENT:	•
Property and Equipment Cost	1,475,183
Accumulated Depreciation	(313,424)
Property and Equipment Net	1,161,759
OTHER NONCURRENT ASSETS	
Goodwill	16,236,691
Other Intangibles, net	2,793,333
Restricted Cash Long Term	360,375
Other Noncurrent Assets	19,390,399
Total Assets	\$ 22,610,303
LIABILITIES AND MEMBER EQUITY:  CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 349,938
Accrued salaries and benefits	692,809
Other current liabilities	102,766
Due to Affiliate	2,850,702
Current Liabilities	3,996,215
Total Liabilities .	3,996,215
MEMBER EQUITY:	
Additional paid-in capital	1,093,505
Retained Deficit	(1,425,973)
Member Capital	18,946,556
Member Equity	18,614,088
Total Liabilities and Member Equity	\$ 22,610,303



# Pit Trader, LLC (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:	
Other Assets	1
Total Assets	\$ 1
LIABILITIES AND MEMBER EQUITY:	
MEMBER EQUITY:	
Member capital	1
Member Equity	1
Total Member Equity	\$ 1



# IntercontinentalExchange International, Inc Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:		
Member capital		. 1
Member Equity	1	1
Total Member Equity	\$	1



# ICE UK GP, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:		
Member capital		1
Member Equity	***************************************	1
Total Member Equity	\$	1



# ICE UK LC, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:	
Other assets	1
Total Assets	\$ 1
LIABILITIES AND MEMBER EQUITY:	
MEMBER EQUITY:	
Member capital	 1
Member Equity	1
Total Member Equity	\$ 1



### ICE Markets, Inc. Income Statement Year Ended December 31, 2013 (Unaudited)

#### **REVENUES:**

Affiliate Revenue	\$ 12,455,705
Operating Revenues	12,455,705
OPERATING EXPENSES:	
Compensation and benefits	5,597,329
Professional services	285,000
Rent and other occupancy	711,478
Technology	102,225
Selling, general & administration	377,325
Amortization & depreciation expense	55,323
Intercompany Expense	3,354,160
Operating Expenses	 10,482,840
OTHER EXPENSE:	
Other Expense	 . 1
Pre-Tax Net Income	1,972,864
Income Tax Expense	1,047,226
Net Income	\$ 925,638



### ICE Markets, Inc. Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:		
Prepaid expenses and other current assets	\$	22,777
Due from Affiliates		10,724,234
Current Assets		10,747,011
PROPERTY PLANT AND EQUIPMENT:		
Property and Equipment Cost		86,732
Accumulated Depreciation		(77,440)
Property and Equipment Net		9,292
Total Assets	\$	10,756,303
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:		a.
Accounts payable and accrued liabilities	\$	68,500
Accrued salaries and benefits		1,140,397
Income taxes payable		70,765
Current Liabilities		1,279,662
NONCURRENT LIABILITIES:		
Deferred tax liabilities - noncurrent	,	784,271
Other noncurrent liabilities		4,499
NonCurrent Liabilities		788,770
Total Liabilities		2,068,432
MEMBER EQUITY:		
Additional paid-in capital		4,887,604
Retained Earnings		3,800,267
Member Equity		8,687,871
		<del></del>
Total Liabilities and Member Equity	\$	10,756,303



# ICE Data Management Group, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:	
Other Assets	1
Total Assets	\$ 1
LIABILITIES AND MEMBER EQUITY:	
MEMBER EQUITY:	
Member capital	1
Member Equity	1
Total Member Equity	\$ 1



# ICE Data Investment Group, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other Assets	r	1
Total Assets	. \$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:		
Member capital		. 1
Member Equity		1
Total Member Equity	\$	1



# ICE Data LP Income Statement Year Ended December 31, 2013 (Unaudited)

#### **REVENUES:**

Market data revenue	\$	9,557,107
Revenue from affiliate		45,976,668
Operating Revenues	***************************************	55,533,775
OPERATING EXPENSES:		
Compensation and benefits	,	1,540,192
Professional services		(55,250)
Rent and other occupancy	•	250,700
Technology		173,603
Selling, general & administration		147,810
Amortization & depreciation expense		1,402
Operating Expenses		2,058,457
Pre-Tax Net Income		53,475,318
Income tax expense		19,404,697
Net Income	\$	34,070,621



### ICE Data LP Balance Sheet As Of December 31, 2013 (Unaudited)

	\$ 2,121,20
Accounts Receivable, net of allowance	
Deferred tax assets - current  Due from affiliates	2,83 32,986,07
Current Assets	35,110,10
PROPERTY PLANT AND EQUIPMENT:	
Property and Equipment Cost	29,48
Accumulated Depreciation	(29,48
Property and Equipment Net	
OTHER NONCURRENT ASSETS	
Deferred tax asset - noncurrent	31,14
Other Noncurrent Assets	31,14
Total Assets	\$ 35,141,24
LIABILITIES AND MEMBER EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 86,04
Accrued salaries and benefits	307,83
Income taxes payable	2,629,61
Other current liabilities	1,430,78
Current Liabilities	4,454,28
Total Liabilities	4,454,28
MEMBER EQUITY:	
Additional paid-in capital	1,297,070
Retained Earnings	207,389,896
Dividends Paid to Affiliates	(178,000,000
Member Equity	30,686,966
Total Liabilities and Member Equity	\$ 35,141,247



### ICE US OTC Commodity Markets, LLC Income Statement Year Ended December 31, 2013 (Unaudited)

REVENUES:	
Transaction fees, net	\$ 24,558,982
Market data fees	61,714,210
Operating Revenues	86,273,192
OPERATING EXPENSES:	
Compensation and benefits	56,250
Professional services	. (2)
Selling, general & administration	655,457
Service & license fees to affiliates	46,390,409
Operating Expenses	47,102,114
OTHER INCOME:	
Other Income	4,290
Pre-Tax Net Income	39,175,368
Provision for Taxes	25,805
Net Income	\$ 39,149,563



# ICE US OTC Commodity Markets, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:  Cash and Cash Equivalents	\$	16,285,071
Accounts Receivable, net of allowance	·	15,034,386
Current Assets		31,319,457
Total Assets	\$	31,319,457
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	\$	6,495,788
Due to affiliate		382,657
Current Liabilities		6,878,445
Total Liabilities		6,878,445
MEMBER EQUITY:		
Additional paid-in capital		192,729
Net Income		24,248,283
Member Equity		24,441,012
Total Liabilities and Member Equity	. \$	31,319,457



### Chatham Energy LLC Income Statement Year Ended December 31, 2013 (Unaudited)

REVENUES:	•	
Revenue from affiliate	\$	10,237,097
Operating Revenues		10,237,097
OPERATING EXPENSES:		
Compensation and benefits	•	6,802,547
Professional services		28,304
Rent and other occupancy		377,393
Technology		264,938
Selling, general & administration	•	382,819
Amortization & depreciation expense		1,617,610
Operating Expenses		9,473,611
Net Income	\$	763,486



### Chatham Energy LLC Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:	*	
Prepaid expenses and other current assets	\$	14,460
Due from affiliate		23,220,200
Current Assets		23,234,660
PROPERTY PLANT AND EQUIPMENT:		
Property and Equipment Cost	•	180,079
Accumulated Depreciation		(75,132)
Property and Equipment Net		104,947
OTHER NONCURRENT ASSETS		
Goodwill		5,402,420
Other intangibles, net		9,308,000
Other Noncurrent Assets		14,710,420
Total Assets	\$	38,050,027
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	\$	29,774
Accrued salaries and benefits	•	1,883,345
Current Liabilities	******	1,913,119
Total Liabilitles		1,913,119
MEMBER EQUITY:		
Member capital		28,955,864
Additional paid-in capital		92,391
Net Income		7,086,653
Member Equity		36,134,908
Total Liabilities and Member Equity	\$	38,048,027



### BRIX Holding Company, LLC Income Statement Year Ended December 31, 2013 (Unaudited)

#### **OPERATING EXPENSES:**

Selling, general & administration	\$ 500
Operating Expenses	 500
OTHER EXPENSE:	
Other Expense	326,155
Other Expense	 326,155
Net loss	\$ 326,655



### BRIX Holding Company, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

OTHER NONCURRENT ASSETS	
Other noncurrent assets	\$ 718,453
Other Noncurrent Assets	718,453
Total Assets	\$ 718,453
LIABILITIES AND MEMBER EQUITY:	
CURRENT LIABILITIES:	
Due to affiliate	\$ 500
Current Liabilities	500
Total Liabilities	500
MEMBER EQUITY:	
Member capital	2,246,500
Net Deficit	(1,528,547)
Member Equity	 717,953
Total Liabilities and Member Equity	\$ 718,453



### Ballista Holdings, LLC Income Statement Year Ended December 31, 2013 (Unaudited)

#### **OPERATING EXPENSES:**

Selling, general & administration	\$ 41,34	8
Operating Expenses	41,34	8
Net Loss	\$ (41,348	3)



# Ballista Holdings, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

Total Liabilities and Member Equity	\$	1,427,792
Member Equity		(430,310)
Net Deficit		(430,311)
Member capital		1
MEMBER EQUITY:		
Total Liabilities		1,858,102
Current Liabilities		1,858,102
Due to affiliates	\$	1,858,102
CURRENT LIABILITIES:		
LIABILITIES AND MEMBER EQUITY:		
Total Assets	\$	1,427,792
Other Noncurrent Assets	· <del></del>	1,131,397
Goodwill		1,131,397
OTHER NONCURRENT ASSETS		
Current Assets		296,395
CURRENT ASSETS: Cash and Cash Equivalents	\$	296,395



### ICE Execution Services LLC Income Statement Year Ended December 31, 2013 (Unaudited)

#### **OPERATING EXPENSES:**

Professional Services	\$ 21,989
Technology Exepenses	255,437
Rent and Other Occupancy	107,261
Selling, general & administration Service & license fees to affiliates	32,337 572,849
Operating Expenses	989,873
Operating Loss	(989,873)
OTHER EXPENSE:	
OTHER EXPENSE: Other Expense	(89,545)



# ICE Execution Services LLC Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:		
Cash and Cash Equivalents	\$	469,786
Prepaid expenses and other current assets		4,981,662
Current Assets		5,451,448
PROPERTY PLANT AND EQUIPMENT		
Property and Equipment Cost		13,241
Accumulated Depreciation		(13,241)
Property and Equipment, Net		0
Total Assets	\$	5,451,448
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:	·	
Accounts payable and accrued liabilities	\$	41,675
Due to affiliates		4,122,242
Current Liabilities		4,163,917
Total Liabilities		4,163,917
MEMBER EQUITY:		
Member capital		5,259,381
Net Deficit	,	(3,971,850)
Member Equity		1,287,531
Total Liabilities and Member Equity	\$	5,451,448



### Trebuchet Holdings, LLC Income Statement Year Ended December 31, 2013 (Unaudited)

#### **OPERATING EXPENSES:**

Compensation and benefits	\$ 176,301
Selling, general & administration	249
Amortization & depreciation expense	986,118
Operating Expenses	1,162,668
Net Loss	\$ (1,162,668)



# Trebuchet Holdings, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

PLANT PROPERTY AND EQUIPMENT		
Property and Equipment Cost	<b>\$</b> `	1,032,239
Accumulated Depreciation		(502,703)
Property and Equipment Net		529,536
OTHER NONCURRENT ASSETS		
Other intangibles, net		110,556
Other Noncurrent Assets		110,556
Total Assets	\$	640,092
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:		
Due to affiliates	\$	1,999,005
Current Liabilities		1,999,005
Total Liabilities		1,999,005
MEMBER EQUITY:		•
Member capital		1,518,633
Additional paid-in capital		139,693
Net Deficit		(3,017,239)
Member Equity		(1,358,913)
Total Liabilities and Member Equity	\$ 	640,092



# Yellow Jacket Income Statement Year Ended December 31, 2013 (Unaudited)

#### **REVENUES:**

Other Revenue	\$ 4,561,144
Operating Revenues	4,561,144
OPERATING EXPENSES:	
Compensation and benefits	4,190,718
Professional services	112,592
Rent and other occupancy	1,451,739
Technology	288,793
Selling, general & administration	242,670
Amortization & depreciation expense	3,635,934
Service & license fees to affiliates	1,833,853
Operating Expenses	11,756,299
Pre-Tax Net Deficit	 (7,195,155)
Income tax benefit	(2,635,007)
Net Deficit	\$ (4,560,148)



#### Yellow Jacket Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:	
Accounts Receivable, net of allowance	\$ 2,213,660
Deferred tax assets - current	380,246
Prepaid expenses and other current assets	4,961
Current Assets	2,598,867
PROPERTY PLANT AND EQUIPMENT:	
Property and Equipment Cost	13,817,009
Accumulated Depreciation	(8,834,829)
Property and Equipment Net	4,982,180
OTHER NONCURRENT ASSETS	
Goodwill	62,065,301
Other intangibles, net	
Other Noncurrent Assets	5,172,727 11,200
Other Noncurrent Assets	67,249,228
Total Assets	\$ 74,830,275
LIABILITIES AND MEMBER EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 29,686
Accrued salaries and benefits Other current liabilities	1,369,589
Other current liabilities  Due to affiliate	1,188,281
	29,902,299
Current Liabilities	32,489,855
NONCURRENT LIABILITIES:	
Deferred tax liabilities - noncurrent	3,115,865
NonCurrent Liabilities	3,115,865
Total Liabilities	35,605,720
MEMBER EQUITY:	
Member capital	55,107,392
Additional paid-in capital	3,633,991
Net Deficit	(19,516,828)
Member Equity	39,224,555
Total Liabilities and Member Equity	\$ 74,830,275



### ICE Credit Hub, LLC Income Statement Year Ended December 31, 2013 (Unaudited)

REVENUES:	
Transaction Fees, net	\$ 35,000
Operating Revenues	35,000
OPERATING EXPENSES:	
Compensation and benefits	1,479,414
Professional services	347,681
Rent and other occupancy	220,218
Technology	61,037
Selling, general & administration	67,552
Amortization & depreciation expense	1,252,823
Service & license fees to affiliates	578,867
Operating Expenses	4,007,592
Pre-Tax Net loss	(3,972,592)
Provision for Taxes	144
Net loss	\$ (3,972,736)



### ICE Credit Hub, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:		
Prepaid expenses and other current assets	\$	19,715
Current Assets		19,715
PROPERTY PLANT AND EQUIPMENT:		
Property and Equipment Cost		3,628,905
Accumulated Depreciation		(1,175,314)
Property and Equipment Net		2,453,591
OTHER NONCURRENT ASSETS		
Goodwill		4,776,309
Other intangibles, net	•	627,778
Other Noncurrent Assets		18,696
Other Noncurrent Assets		5,422,783
Total Assets	\$	7,896,089
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	\$	40,912
Accrued salaries and benefits		535,170
Due to affiliate		7,749,411
Current Liabilities		8,325,493
NONCURRENT LIABILITIES: Other noncurrent liabilities		
		15,491
NonCurrent Liabilities		15,491
Total Liabilities		8,340,984
MEMBER EQUITY:		
Member capital		6,120,000
Additional paid-in capital		711,717
Net deficit · · · · · · · · · · · · · · · · · · ·		(7,276,612)
Member Equity		(444,895)
Total Liabilities and Member Equity	\$	7,896,089



# ICE Swap Trade LLC Income Statement Year Ended December 31, 2013 (Unaudited) (in thousands)

#### **REVENUES:**

Transaction fees	\$ 1,431
Operating Revenues	1,431
OPERATING EXPENSES:	
Compensation and benefits	12
Professional services	225
Selling, general & administration	22
Service and license fees to affiliate	1,958
Operating Expenses	2,217
Other Expense	11
Net loss	\$ (797)



# ICE Swap Trade LLC Balance Sheet As Of December 31, 2013 (Unaudited) (in thousands)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 6,099
Restricted Cash	3,120
Accounts Receivable, net of allowance	 98
Current Assets	9,317
Total Assets	\$ 9,317
LIABILITIES AND MEMBER EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 19
Due to affiliate	899
Current Liabilities	918
MEMBER EQUITY:	
Member capital	9,200
Retained deficit	(801)
Member Equity	8,399
Total Liabilities and Member Equity	\$ 9,317



# Creditex Holdco, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:	
Other Assets	1
Total Assets	\$ 1
LIABILITIES AND MEMBER EQUITY:	
MEMBER EQUITY:	
Member capital	1
Member Equity	 1
Total Member Equity	\$ 1



### ICE US Holdings LLC Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:		
Member capital		1
Member Equity		1
Total Liabilities and Member Equity	\$	1



# ICE US Holding Company GP, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

Total Member Equity	\$	1
Member Equity		1
Member capital	,	1
MEMBER EQUITY:		•
LIABILITIES AND MEMBER EQUITY:		
Total Assets	\$	1
Other Assets		1
ASSETS:		



### ICE Clear Credit Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

Revenues:		
Clearing and Processing Fees	\$	59,024
Other Revenue		2,202
Affiliate Revenue		6,986
Total Revenue		68,212
Expenses:		
Compensation and Benefits		9,007
Restricted Stock and Options Expense	•	5,378
Professional Services		904
Acquisition-related Transaction Costs		15
Technology Expenses		2,620
Rent and Other Occupancy		604
Selling, General, & Administration Amortization & Depreciation Expense		1,717 2,915
Service and License Fees to Affiliates		31,924
Operating Expenses	Harden Company	55,084
		•
Operating Income		13,128
Interest Expense		(248)
Pre-Tax Net Income		12,880
Income Tax Expense		577
Net Income	\$	12,303



# ICE Clear Credit Balance Sheet As of December 31, 2013 (Unaudited) (in thousands)

#### **CURRENT ASSETS:**

CONTRACTO.	
Cash and Cash Equivalents	\$ 6,450
Cash - clearing member deposits	15,707,846
Accounts Receivable, net of allowance	2,939
Deferred tax assets - current	8
Prepaid expenses and other current assets	17
Current income tax receivable	429
Due from affiliates, net	35,777
Current Assets	15,753,466
PLANT PROPERTY AND EQUIPMENT:	
Property and Equipment Cost	11,048
Accumulated Depreciation	(5,326)
Property and Equipment, Net	5,722
· · · · · · · · · · · · · · · · · · ·	7,7
OTHER NONCURRENT ASSETS:	
Other noncurrent assets	423
Restricted Cash Long Term	50,000
Other Noncurrent Assets	50,423
Assets	\$ 15,809,611
70000	
LIABILITIES and MEMBER EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 2,446
Accrued salaries and benefits	3,072
Margin deposits and guaranty funds	15,707,846
Deferred Revenue	4,173
Current Liabilities	15,717,537
NONCURRENT LIABILITIES:	
Deferred tax liabilities - noncurrent	199
Noncurrent Liabilities	199
Liabilities	15,717,736
MEMBER EQUITY:	•
Member Capital	65,132
Retained earnings	26,743
Total Member Equity	91,875
· · · · · · · · · · · · · · · · · · ·	
Total Liabilities and Member Equity	\$ 15,809,611
· · · · · · · · · · · · · · · · · · ·	

### The Clearing Corporation Statement of Income Year Ended December 31, 2013

(Unaudited) (in thousands)

venue levenue	\$ 201 24,017
nue	24,218
sation and Benefits	3,813
d Stock and Options Expense	1,147
nal Services	87
gy Expenses	1,749
Other Occupancy	252
eneral, & Adminstration	399
tion & Depreciation Expense	5,334
ees to Affiliates	645
Expenses	13,426
Income	10,792
ncome	20
ixpense	181
me	(161)
et income	10,631
	4,971
•	\$ 5,660

### **The Clearing Corporation** Balance Sheet As of December 31, 2013 (Unaudited) (in thousands)

CURRENT ASSETS:	
Cash and Cash Equivalents	<b>\$</b> 14,441
Cash - clearing member deposits	2,736
Restricted Cash	135 <sup>-</sup>
Prepaid expenses and other current assets	1,257
Due from affiliates, net	2,643
Current Income Tax Receivable	1,686
Current Assets	22,898
PLANT PROPERTY AND EQUIPMENT:	
Property and Equipment Cost	5,622
Accumulated Depreciation	(5,534)
Property and Equipment, Net	88
OTHER NONCURRENT ASSETS:	
Goodwill	22,514
Other intangibles assets, net	11,286
Deferred tax assets	6,291
Other Noncurrent Assets	40,091
Assets	\$ 63,077
LIABILITIES and SHAREHOLDER'S EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 110
Accrued salaries and benefits	558
Margin deposits and guaranty funds	2,736
Deferred Revenue and other current liabilities	1,119
Income taxes payable	,,
Current Liabilities	5,947
Liabilities	5,947
SHAREHOLDER'S EQUITY:	
Contributed Capital	68,800
Retained deficit	(11,670)
Total Shareholder's Equity	57,130
Transmissis a migrary	

Total Liabilities and Shareholder's Equity

63,077



## Clearing Corporation for Options and Securities (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:			
Other Assets			. 1
Total Assets	\$		1
EQUITY:			
		·	
MEMBER EQUITY:			
Member capital			1
Member Equity			1
Total Member Equity			1



## Guaranty Clearing Corporation (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other Assets	•	. 1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		
MEMBER EQUITY:		
Member capital		1
Member Equity	<del></del>	1
Total Member Equity	\$	. 1



## Chicago Depositary, Inc. (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other Assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:	• .	
MEMBER EQUITY:		
Member capital		1
Member Equity		1
Total Member Equity	\$	1



## onExchange Board of Trade (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other Assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:	·	
MEMBER EQUITY:		
Member capital		1
Member Equity	Manage and the state of the sta	1
Total Member Equity	\$	1



## onExchange Clearing Corporation (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

ASSETS:		
Other Assets		1
Total Assets	\$	1
LIABILITIES AND MEMBER EQUITY:		,
MEMBER EQUITY:		
Member capital		1
Member Equity	***************************************	1
Total Member Equity	\$	1



#### CREDITEX GROUP INC. BALANCE SHEET As of December 31, 2013

CURRENT ASSETS:			
Cash and Cash Equivalents		\$	5,895,277
Restricted Cash			2,036,138
Accounts Receivable, net of allowance	•		955,284
Deferred tax assets - current			778,813
Prepaid expenses and other current a	ssets .		1,050,620
Current Income Tax Receivable		<del></del>	686,127
	Current Assets		11,402,259
PLANT PROPERTY AND EQUIPMENT:			
Property and Egipment Cost			18,009,546
Accumulated Depreciation			(10,717,820)
	Property and Equipment, Net		7,291,726
OTHER NONCURRENT ASSETS:			
Goodwill			361,932,052
Other intangibles, net			98,494,417
Other noncurrent assets			454,689
Restricted Cash Long Term			320,625
	Other Noncurrent Assets		461,201,783
	A 4 -		
	Assets	\$	479,895,768
LIABILITIES and SHAREHOLDERS EQUITY:			
CURRENT LIABILITIES:			
Accounts payable and accrued liabiliti	pe .	\$	782.145
Accrued salaries and benefits		•	2,640,424
Other current liabilities			1,252,553
Due to affiliates, net			398,645,652
	Current Liabilities		403.320.774
NONCURRENT LIABILITIES:			
Deferred tax liabilities - noncurrent			43,016,277
Other noncurrent liabilities	A1		96,467
·	Noncurrent Liabilities		43,112,744
	Liabilities		446,433,518
	•		
SHAREHOLDERS EQUITY:			44.040.040
Additional paid-in capital			11,213,349
Contributed capital Retained Deficit			416,700,802 (396,145,331)
Accumulated other comprehensive inc	oma.		1,693,430
Accumulated other comprehensive int	Shareholder's Equity	<del></del>	33,462,250
	Charonoladi o Equity		50,702,200
•	Total Liabilities and Shareholder's Equity	\$	479,895,768



## CREDITEX GROUP INC. STATEMENT OF INCOME Year Ended December 31, 2013 (Unaudited)

Transaction fees, net	\$	1,798,830
Other Revenue		993,675
Affiliate Revenue	6	1,243,410
Total Revenue	*****	4,035,915
Compensation and benefits		22,457,592
Professional Services		392,767
Technology Expenses		1,590,580
Rent and Other Occupancy		4,544,162
Selling, General & Administration	•	1,247,558
Amortization & depreciation expense		24,867,309
Service & license fees to affiliate		20,882,573
Operating Expenses		75,982,541
Operating Loss		(71,946,626)
Interest income		10,554
Interest expense to affiliates		31,303
Other Income, net		(309,574)
Other Expense		(267,717)
Pre-Tax Net Loss		(72,214,343)
Provision for Taxes		(6,650,052)
Deferred Tax Expense		(9,854,290)
Income Tax Expense		(16,504,342)
Net Loss	\$	(55,710,000)



### ICE PROCESSING LLC BALANCE SHEET

As of December 31, 2013 (unaudited)

#### **OTHER NONCURRENT ASSETS:**

Investment in Affiliates		\$ 8,536,324
	Other Noncurrent Assets	8,536,324
	Assets	\$ 8,536,324
LIABILITIES and SHAREHOLDE	RS EQUITY:	
CURRENT LIABILITIES:		
Due to affiliates, net		\$ 8,582,720
	Current Liabilities	8,582,720
SHAREHOLDERS EQUITY:		
Retained Deficit		(46,397)
	Shareholder's Equity	(46,397)
	Total Liabilities and Shareholder's Equity	\$ 8,536,324



### ICE PROCESSING LLC STATEMENT OF INCOME Year Ended December 31, 2013 (Unaudited)

Other Expense	\$ 39,186
Pre-Tax Net loss	39,186
Net loss	\$ (39,196)



### CREDITEX LLC BALANCE SHEET

As of December 31, 2013 (Unaudited)

### **CURRENT ASSETS:**

•	Current Assets	\$ 429,029,310
	Due from affiliates, net	 419,796,878
	Accounts Receivable, net of allowance	7,743,653
	Cash and Cash Equivalents	\$ 1,488,779

#### SHAREHOLDERS EQUITY:

Contributed capital	\$	90,240,759
Retained Earnings		338,788,551
Shareholder's Equity	\$	429,029,310



### CREDITEX LLC STATEMENT OF INCOME

Year Ended December 31, 2013 (Unaudited)

Total Revenue	\$ 32,243,433
Selling, General & Administration	26,691
Operating Expenses	26,691
Operating Income	32,216,742
Other Expense	23,546
Pre-Tax Net Income	32,193,195
Net income	\$ 32,193,195



### CREDITTRADE, INC. BALANCE SHEET As of December 31, 2013

CURRENT ASSETS:				
Deferred tax assets - curre	ent		\$	36,492
	Current Assets			36,492
OTHER NONCURRENT ASSET	TS:	٠		
Deferred tax asset - noncu	irrent			813,956
Investment in Affiliates			,	4,178,291
	Other Noncurrent Assets			4,992,247
	Assets		\$	5,028,739
LIABILITIES and SHAREHOLDI	ERS EQUITY:			
CURRENT LIABILITIES:	•			
Income taxes payable			\$	39,165
Due to affiliates, net				5,394,972
	Current Liabilities			5,434,137
SHAREHOLDERS EQUITY:				
Retained Deficit				(1,261,082)
Accumulated other compre	ehensive income			855,684
	Shareholder's Equity			(405,398)
•	Total Liabilities and Shareholder's Equity		\$	5,028,739



#### CREDITTRADE, INC. STATEMENT OF INCOME Year Ended December 31, 2013 (Unaudited)

#### Total Revenue

Selling, General & Administration	\$	36
Operating Expenses		36
Operating Loss	Secretification of the second	(36)
Pre-Tax Net Loss		(36)
Income Tax Expense		255,146
Net Loss	\$	(255,182)



### CREDITEX SECURITIES CORP BALANCE SHEET

As of December 31, 2013 (Unaudited)

CURRENT ASSETS:			
Cash and Cash Equivalents	3	\$	3,519,622
Restricted Cash			400,000
Accounts Receivable, net o	fallowance		3,662,564
Deferred tax assets - currer	nt		385,778
Prepaid expenses and othe	r current assets		1,361,511
	Current Assets		9,329,475
OTHER NONCURRENT ASSET	S:		
Other noncurrent assets			250,000
	Other Noncurrent Assets		250,000
	Assets	\$	9,579,475
LIABILITIES and SHAREHOLDE	RS EQUITY:		
CURRENT LIABILITIES:			
Accounts payable and accr	ued liabilities	\$	42,845
Accrued salaries and benef	fits		769,630
Income taxes payable			72,390
Due to affiliates			2,150,008
	Current Liabilities		3,034,873.00
SHAREHOLDERS EQUITY:			
			4 254 602
Retained Earnings		•	4,254,602 2,290,000
Contributed capital	Shareholder's Equity		6,544,602
			0,044,002
	Total Liabilities and Shareholder's Equity	\$	9,579,475



### CREDITEX SECURITIES CORP STATEMENT OF INCOME

Year Ended December 31, 2013 (Unaudited)

Transaction fees, net	:	\$ 18,228,846
Market data fees		 3,450
Total Revenue		18,232,296
Compensation and benefits		4,703,079
Professional Services		55,493
Technology Expenses		341,223
Rent and Other Occupancy		593,877
Selling, General & Administration		173,715
Service & license fees to affiliates		12,375,122
Operating Expenses		18,242,509
:		
Operating Loss		(10,213)
Interest expense		(718)
Other Income, net		(1,173)
Other Expense		 (1,891)
Pre-Tax Net Loss		(12,104)
Income Tax Expense		118,027
Net Loss		\$ (130,131)

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### QW HOLDINGS, LLC BALANCE SHEET

As of December 31, 2013 (Unaudited)

IT ASSETS:	
Current Income Tax Receivable	\$ 2,000
Due from affiliates, net	5,090,940
Income taxes receivable	700
urrent Assets	5,093,640
otal Assets	\$ 5,093,640
IOLDERS EQUITY:	
Additional paid-in capital	\$ 3,495,155
Retained Earnings	425,927
Contributed capital	1,172,558
hareholder's Equity	5,093,640
otal Assets	\$ 5,093,640



### QW HOLDINGS, LLC STATEMENT OF INCOME

Year Ended December 31, 2013 (Unaudited)

#### Total Revenue

Professional Services	\$ 396
Selling, General & Administration	300
Operating Expenses	696
Operating loss	(696)
Pre-Tax Net loss	(696)
Income Tax Expense	300
Net loss	\$ (996)



## Q-WIXX B SUB, LLC BALANCE SHEET

As of December 31, 2013 (Unaudited)

CURRENT ASSETS:			
Current Income Tax Rece	ivable	\$	1,823
	Current Assets		1,823
OTHER NONCURRENT ASSE	TS:	٠	
Investment in Affiliates			1,988,697
	Other Noncurrent Assets		1,988,697
	Assets	\$	1,990,520
LIABILITIES and SHAREHOLD	ERS EQUITY:		
CURRENT LIABILITIES:			
Due to Affiliates		\$	1,668,825
	Current Liabilities		1,668,825
SHAREHOLDERS EQUITY:			
Retained Earnings			321,695
	Shareholder's Equity		321,695
	Total Liabilities and Shareholder's Equity	\$	1,990,520



#### Q-WIXX B SUB, LLC STATEMENT OF INCOME Year Ended December 31, 2013 (Unaudited)

#### **Total Revenue**

Professional Services	\$ 102
Selling, General & Administration	 250
Operating Expenses	352
Operating Loss	(352)
Other Income, net	 (721)
Other Expense	 (721)
Pre-Tax Net Loss	(1,073)
Income Tax Benefit	(926)
Net Loss	\$ (147)



### TradeCapture OTC Holdings Inc. Income Statement Year Ended December 31, 2013 (Unaudited)

#### **OPERATING EXPENSES:**

Selling, general & administration	•	36
Amortization & depreciation expense	628,1	25
Operating Expenses	628,5	61
Pre-Tax Net loss	(628,56	1)
Income tax benefit	1,911,5	05
Net Income	\$ 1,282,9	44

## TradeCapture OTC Holdings, Inc. Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:		
Income Tax Recievable	\$	230,576
Deferred tax assets - current		148,772
Due from affiliate		3,724,218
Current Assets		4,103,566
OTHER NONCURRENT ASSETS		
Goodwill		8,744,140
Other intangibles, net		910,000
Deferred tax assets - noncurrent		540,247
Other Noncurrent Assets	W-100-100-1	10,194,387
Total Assets	\$	14,297,953
MEMBER EQUITY:		
Member capital	\$	10,879,661
Net income	•	3,418,292
Member Equity		14,297,953
Total Member Equity	\$	14,297,953



### TradeCapture OTC Corp Income Statement Year Ended December 31, 2013 (Unaudited)

#### **REVENUES:**

Other Revenue	\$	838,599
Operating Revenues		838,599
OPERATING EXPENSES:	•	
Compensation and benefits		1,861,735
Professional services		96,043
Rent and other occupancy	•	83,971
Technology		274,881
Selling, general & administration		23,450
Amortization & depreciation expense		765,043
Service & license fees to affiliates		2,175,223
Operating Expenses		5,280,346
Operating Loss		(4,441,747)
OTHER INCOME:		
Other Income		83
Net Loss	\$	(4,441,664)



### TradeCapture OTC Corp Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:		
Accounts Receivable, net of allowance	\$ 163,4	
Prepaid expenses and other current assets	16,1	.86
Current Assets	179,6	10
PROPERTY PLANT AND EQUIPMENT:		
Property and Equipment Cost	2,820,7	48
Accumulated Depreciation	(1,426,75	54)
Property and Equipment Net	1,393,9	94
OTHER NONCURRENT ASSETS		
Investment in Subsidiary	167,6	70
Other Noncurrent Assets	5,0	000
Other Noncurrent Assets	172,6	70
Total Assets	\$ 1,746,2	74
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	\$ 71,4	10
Accrued salaries and benefits	464,7	24
Due to Affiliates	10,915,2	65
Current Liabilities	11,451,3	99
NONCURRENT LIABILITIES:		
Other noncurrent liabilities	5,3	10
NonCurrent Liabilities	5,3	10
Total Liabilities	11,456,7	09
MEMBER EQUITY:		
Additional paid-in capital	3,334,9	41
Net Deficit	(13,045,37	(6)
Member Equity	(9,710,43	5)
Total Liabilities and Member Equity	\$ 1,746,2	74



## Tap and Trade Inc (dormant) Balance Sheet As Of December 31, 2013 (Unaudited)

### 



## Chicago Climate Exchange, Inc. Income Statement Year Ended December 31, 2013 (Unaudited)

### REVENUES:

Transaction Fees, net	\$ 7,203
Other Revenue	2,500
Operating Revenues	9,703
OPERATING EXPENSES:	
Compensation and benefits	2,021,495
Professional services	73,017
Rent and other occupancy	143,741
Technology	8,916
Selling, general & administration	143,050
Operating Expenses	2,390,219
Operating loss	(2,380,516)
OTHER INCOME:	
Other loss	83,839
Pre-Tax Net loss	(2,296,677)
Income tax expense	715,349
Net loss	\$ (3,012,026)



### Chicago Climate Exchange, Inc. Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:	
Cash and Cash Equivalents	\$ 2,488,458
Income taxes receivable	110,943
Deferred tax assets - current	163,941
Prepaid expenses and other current assets	26,537
Due from affiliates	5,755,343
Current Assets	8,545,222
OTHER NONCURRENT ASSETS	
Investment in Subsidiary	24,495,295
Other Noncurrent Assets	24,495,295
Total Assets	\$ 33,040,517
LIABILITIES AND MEMBER EQUITY:	
CURRENT LIABILITIES:	
Accounts payable and accrued liabilities	\$ 183,235
Accrued salaries and benefits	334,194
Current Liabilities	517,429
NONCURRENT LIABILITIES:	
Deferred tax liabilities - noncurrent	24,401,595
Other noncurrent liabilities	50,000
NonCurrent Liabilities	24,451,595
Total Liabilities	24,969,024
MEMBER EQUITY:	
Additional paid-in capital	1,430,146
Dividends Received from Affiliates	17,266,137
Net Deficit	(10,624,790)
Member Equity	8,071,493
Total Liabilities and Member Equity	\$ 33,040,517



## Chicago Climate Futures Exchange, LLC Income Statement Year Ended December 31, 2013 (Unaudited)

OPERATING EXPENSES:		
Compensation and benefits	\$	72,500
Professional services	. (15	2,742)
Selling, general & administration		1,056
Operating Loss	(7	9,186)
OTHER EXPENSE:		

 Other Expense, net
 (1,999,143)

 Net Loss
 \$ (1,919,957)



## Chicago Climate Futures Exchange, LLC Balance Sheet As Of December 31, 2013 (Unaudited)

CURRENT ASSETS:		
Cash and Cash Equivalents	\$	1,442,227
Restricted Cash		40,000
Current Assets	****	1,482,227
OTHER NONCURRENT ASSETS		
Other Noncurrent Assets		2,529,373
Other Noncurrent Assets		2,529,373
Total Assets	\$	4,011,600
LIABILITIES AND MEMBER EQUITY:		
CURRENT LIABILITIES:		
Intercompany	\$	10,297,018
Current Liabilities		10,297,018
Total Liabilities		10,297,018
MEMBER EQUITY:		
Retained Deficit		(6,285,418)
Member Equity		(6,285,418)
Total Liabilities and Member Equity	\$	4,011,600



### INTERCONTINETALEXCHANGE GROUP, INC BALANCE SHEET

As of December 31, 2013 (Unaudited)

CURRENT ASSETS:		
Cash and Cash Equivalents		\$1,641,404
Prepaid expenses and other cur	rent assets	204,902
Due from affiliates		900,048,947
	Current Assets	901,895,253
OTHER NONCURRENT ASSETS:		
Investment in affiliates		11,089,032,286
Other noncurrent assets		13,636,713
	Other Noncurrent Assets	11,102,668,999
	Assets	\$ 12,004,564,252
LIABILITIES and SHAREHOLDERS	EQUITY:	
CURRENT LIABILITIES:		
Accounts payable and accrued I	abilities	\$18,851,685
Accrued salaries and benefits		625,543
Long term debt - current portion		1,079,580,357
	Current Liabilities	1,099,057,585
NONCURRENT LIABILITIES:		
Notes Payable Long-term		1,393,433,195
	Noncurrent Liabilities	1,393,433,195
	Liabilities	2,492,490,780
SHAREHOLDERS EQUITY:	•	
Common stock, \$0.01 par value		1,150,789
Treasury stock, at cost		(52,533,106)
Additional paid-in capital		9,646,563,742
Retained Earnings		(7,891,527)
Dividends Paid/Received		(7,651,527)
22527.2353	Shareholder's Equity	9,512,073,472
	Total Liabilities and Shareholder's Equity	\$ 12,004,564,252



### IntercontinentalExchange Group Inc STATEMENT OF INCOME

Year Ended December 31, 2013 (Unaudited)

Compensation and benefits	\$ 149,755
Professional Services	75,993
Selling, General & Administration	6,008
Operating Expenses	231,757
Operating Loss	(231,757)
Interest income	121,137
Affiliate Interest Income (Expense)	(433,654)
Interest expense	(11,596,538)
Other Expense	(11,909,055)
Pre-Tax Net Loss	(12,140,811)
Provision for Taxes	(4,249,284)
Net Loss	\$ 7,891,527)



### INTERCONTINETALEXCHANGE, INC. BALANCE SHEET

As of December 31, 2013 (Unaudited)

Cash and Cash Equivalents   \$10,450,769   Short-term Investments   4,402   Accounts Receivable, net of allowance   5,616,045   Deferred tax assets - current   1,766,701   Prepaled expenses and other current assets   17,815,105   Current Income Tax Receivable   27,157,450   Current Assets   63,810,472	CURRENT ASSETS:		
Accounts Receivable, net of allowance Deferred tax assets - current 1,766,701 Prepaled expenses and other current assets 17,86,701 Prepaled expenses and other current assets 27,157,450 Current Income Tax Receivable 27,157,450 Current Assets 63,810,472  PLANT PROPERTY AND EQUIPMENT: Property and Equipment Cost 373,363,062 Accumulated Depreciation (205,856,783) Property and Equipment, Net 166,776,309  OTHER NONCURRENT ASSETS: Goodwill 87,773,114 Other intangibles, net 11,733,791 Investment in Affiliates 34,461,062 Other noncurrent assets 952,918,407 Assets 51,183,505,188  LIABILITIES and SHAREHOLDERS EQUITY: CURRENT LIABILITIES: Accounts payable and accrued liabilities 312,147,068 Accrued salaries and benefits 25,106,911 Other current liabilities 10,406,25,472 Current Liabilities 51,568,892 Due to Affiliates 575,584,892 Long term debt - current portion 54,926,472 Current Liabilities 335,987,404 Liabilities 359,987,404 Liabilities 359,987,404 SHAREHOLDERS EQUITY: Treasury stock, at cost 4,223,365 Additional palid-in-capital 90,771,23,84 Retained Earnings (200,772,987) Accumulated drier comprehensive income 51,053,365 Shareholder's Equity (102,246,143)	Cash and Cash Equivalents		\$10,450,769
Deferred tax assets - current   1,766,701   Prepaid expenses and other current assets   17,815,105   Current Income Tax Receivable   Current Assets   63,810,472	Short-term Investments		4,402
Prepaid expenses and other current assets         17,815,105           Current Income Tax Receivable         27,157,450           Current Assets         63,810,472           PLANT PROPERTY AND EQUIPMENT:	Accounts Receivable, net of allo	wance	6,616,045
Current Income Tax Receivable	Deferred tax assets - current		1,766,701
Current Assets   53,810,472	• •	rent assets	
PLANT PROPERTY AND EQUIPMENT:	Current Income Tax Receivable		
Property and Egipment Cost		Current Assets	63,810,472
Accumulated Depreciation   Property and Equipment, Net   166,776,309	PLANT PROPERTY AND EQUIPMENT	Т:	
Property and Equipment, Net	Property and Eqipment Cost		373,363,062
OTHER NONCURRENT ASSETS:   Goodwill	Accumulated Depreciation		(206,586,753)
Section		Property and Equipment, Net	166,776,309
Other intangibles, net Investment in Affiliates         11,733,791           Investment in Affiliates         834,461,052           Other Noncurrent Assets         9552,918,407           Assets         \$1,835,045,08           LIABILITIES and SHAREHOLDERS EQUITY:           CURRENT LIABILITIES:           Accounts payable and accrued liabilities         \$12,147,068           Accounts payable and accrued liabilities         \$12,147,068           Accounts payable and accrued liabilities         \$12,147,068           Accurrent liabilities         \$12,147,068           Accurrent liabilities         \$1,049,230           Other current liabilities         755,584,892           Long term debt - current portion         54,926,472           Current Liabilities         353,475,673           NONCURRENT LIABILITIES:           Noncurrent Liabilities         323,455,881           Other noncurrent liabilities         36,391,523           Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:           Treasury stock, at	OTHER NONCURRENT ASSETS:		
Investment in Affiliates	Goodwill	•	87,773,114
Other noncurrent assets         16,950,450           Other Noncurrent Assets         952,918,407           Assets         \$1,183,505,188           LIABILITIES and SHAREHOLDERS EQUITY:           CURRENT LIABILITIES:           Accounts payable and accrued liabilities         \$12,147,068           Accrued salaries and benefits         25,106,911           Other current liabilities         10,409,230           Due to Affiliates         755,584,892           Long term debt - current portion         Current Liabilities         858,174,573           NONCURRENT LIABILITIES:           Notes Payable Long-term         323,455,881         36,391,523           Other noncurrent liabilities         36,391,523         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:           Treasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Other intangibles, net		11,733,791
Other Noncurrent Assets         352,918,407           Assets         \$1,183,505,188           LIABILITIES and SHAREHOLDERS EQUITY:           CURRENT LIABILITIES:           Accounts payable and accrued liabilities         \$12,147,068           Accrued salaries and benefits         25,106,911           Other current liabilities         10,409,230           Due to Affiliates         755,584,892           Long term debt - current portion         54,926,472           Current Liabilities         853,174,573           NONCURRENT LIABILITIES:         33,3455,881           Other noncurrent liabilities         33,3455,881           Other noncurrent liabilities         35,947,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:         7reasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,957)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Investment in Affiliates		834,461,052
Assets         \$1,183,505,188           LIABILITIES and SHAREHOLDERS EQUITY:           CURRENT LIABILITIES:           Accounts payable and accrued liabilities         \$12,147,068           Accrued salaries and benefits         25,106,911           Other current liabilities         10,409,230           Due to Affiliates         755,584,892           Long term debt - current portion         54,926,472           Current Liabilities         858,174,573           NONCURRENT LIABILITIES:         36,391,523           Noncurrent Liabilities         36,391,523           Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Other noncurrent assets		18,950,450
LIABILITIES and SHAREHOLDERS EQUITY:         CURRENT LIABILITIES:         Accounts payable and accrued liabilities       \$12,147,068         Accrued salaries and benefits       25,106,911         Other current liabilities       10,409,230         Due to Affiliates       755,584,892         Long term debt - current portion       54,926,472         Current Liabilities         NONCURRENT LIABILITIES:         Notes Payable Long-term       32,3455,881         Other noncurrent liabilities       35,931,523         Noncurrent Liabilities       35,934,404         Liabilities       1,218,021,977         Noncontrolling Interest       67,729,354         SHAREHOLDERS EQUITY:       Treasury stock, at cost       2,223         Additional paid-in capital       90,771,236         Retained Earnings       (209,072,967)         Accumulated other comprehensive income       15,053,365         Shareholder's Equity       (102,246,143)		Other Noncurrent Assets	952,918,407
CURRENT LIABILITIES:         Accounts payable and accrued liabilities       \$12,147,068         Accrued salaries and benefits       25,108,911         Other current liabilities       10,409,230         Due to Affiliates       755,584,892         Long term debt - current portion       54,926,472         Current Liabilities         NONCURRENT LIABILITIES:         Notes Payable Long-term       323,455,881         Other noncurrent liabilities       36,391,523         Noncurrent Liabilities       359,847,404         Liabilities       1,218,021,977         Noncontrolling Interest       67,729,354         SHAREHOLDERS EQUITY:       2,223         Treasury stock, at cost       2,223         Additional paid-in capital       90,771,236         Retained Earnings       (209,072,967)         Accumulated other comprehensive income       16,053,365         Shareholder's Equity       (102,246,143)		Assets	\$1,183,505,188
Accounts payable and accrued liabilities \$12,147,068 Accrued salaries and benefits 25,106,911 Other current liabilities 10,409,230 Due to Affiliates 755,584,892 Long term debt - current portion 54,926,472 Current Liabilities 858,174,573  NONCURRENT LIABILITIES:  Notes Payable Long-term 323,455,881 Other noncurrent liabilities 36,391,523 Noncurrent Liabilities 36,391,523  Noncurrent Liabilities 359,847,404  Liabilities 1,218,021,977  Noncontrolling Interest 67,729,354  SHAREHOLDERS EQUITY:  Treasury stock, at cost 2,223 Additional paid-in capital 90,771,236 Retained Earnings (209,072,967) Accumulated other comprehensive income 16,053,365 Shareholder's Equity (102,246,143)	LIABILITIES and SHAREHOLDERS E	QUITY:	
Accrued salaries and benefits       25,106,911         Other current liabilities       10,409,230         Due to Affiliates       755,584,892         Long term debt - current portion       54,926,472         Current Liabilities       858,174,573         NONCURRENT LIABILITIES:         Notes Payable Long-term       323,455,881         Other noncurrent liabilities       36,391,523         Noncurrent Liabilities       359,847,404         Liabilities       1,218,021,977         Noncontrolling Interest       67,729,354         SHAREHOLDERS EQUITY:       2,223         Treasury stock, at cost       2,223         Additional paid-in capital       90,771,236         Retained Earnings       (209,072,967)         Accumulated other comprehensive income       16,053,365         Shareholder's Equity       (102,246,143)	CURRENT LIABILITIES:		
Accrued salaries and benefits       25,106,911         Other current liabilities       10,409,230         Due to Affiliates       755,584,892         Long term debt - current portion       54,926,472         Current Liabilities       858,174,573         NONCURRENT LIABILITIES:         Notes Payable Long-term       323,455,881         Other noncurrent liabilities       36,391,523         Noncurrent Liabilities       359,847,404         Liabilities       1,218,021,977         Noncontrolling Interest       67,729,354         SHAREHOLDERS EQUITY:       2,223         Treasury stock, at cost       2,223         Additional paid-in capital       90,771,236         Retained Earnings       (209,072,967)         Accumulated other comprehensive income       16,053,365         Shareholder's Equity       (102,246,143)	Accounts payable and accrued i	iabilities	\$12.147.068
Due to Affiliates         755,584,892           Long term debt - current portion         54,926,472           Current Liabilities         858,174,573           NONCURRENT LIABILITIES:           Notes Payable Long-term         323,455,881           Other noncurrent liabilities         36,391,523           Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:           Treasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Accrued salaries and benefits		
Long term debt - current portion         54,926,472           Current Liabilities         858,174,573           NONCURRENT LIABILITIES:         323,455,881           Notes Payable Long-term         323,455,881           Other noncurrent liabilities         36,391,523           Noncurrent Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:           Treasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Other current liabilities		10,409,230
Current Liabilities         858,174,573           NONCURRENT LIABILITIES:           Notes Payable Long-term         323,455,881           Other noncurrent liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,957)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Due to Affiliates		755,584,892
NONCURRENT LIABILITIES:         323,455,881           Notes Payable Long-term Other noncurrent liabilities         36,391,523           Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Long term debt - current portion		54,926,472
Notes Payable Long-term         323,455,881           Other noncurrent liabilities         36,391,523           Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)		Current Liabilities	858,174,573
Notes Payable Long-term         323,455,881           Other noncurrent liabilities         36,391,523           Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	NONCHERENT LIABILITIES:		
Other noncurrent liabilities         36,391,523           Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:           Treasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)			323 455 881
Noncurrent Liabilities         359,847,404           Liabilities         1,218,021,977           Noncontrolling Interest         67,729,354           SHAREHOLDERS EQUITY:           Treasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	, ,		
Noncontrolling Interest 67,729,354  SHAREHOLDERS EQUITY:  Treasury stock, at cost 2,223 Additional paid-in capital 90,771,236 Retained Earnings (209,072,967) Accumulated other comprehensive income 16,053,365 Shareholder's Equity (102,246,143)		Noncurrent Liabilities	
SHAREHOLDERS EQUITY:  Treasury stock, at cost 2,223 Additional paid-in capital 90,771,236 Retained Earnings (209,072,967) Accumulated other comprehensive income 16,053,365 Shareholder's Equity (102,246,143)		Liabilities	1,218,021,977
Treasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	Noncontrolling Interest		67,729,354
Treasury stock, at cost         2,223           Additional paid-in capital         90,771,236           Retained Earnings         (209,072,967)           Accumulated other comprehensive income         16,053,365           Shareholder's Equity         (102,246,143)	SUAREUOI DERS EGUITV		
Additional paid-in capital 90,771,236 Retained Earnings (209,072,967) Accumulated other comprehensive income 16,053,365 Shareholder's Equity (102,246,143)	•		
Retained Earnings (209,072,967) Accumulated other comprehensive income 16,053,365  Shareholder's Equity (102,246,143)	•		
Accumulated other comprehensive income 16,053,365 Shareholder's Equity (102,246,143)			
Shareholder's Equity (102,246,143)	J	ive income	
	Accumulated other completiens		
		• •	



### INTERCONTINETALEXCHANGE, INC. STATEMENT OF INCOME

Year Ended December 31, 2013 (Unaudited)

Transaction fees, net	\$16,670,022
Other Revenue	10,329,255
Affiliate Revenue	217,973,005
Total Revenue	244,972,281
Compensation and benefits	91,667,229
Professional Services	12,453,418
M&A Expenses	93,310,448
Technology Expenses	31,284,853
Rent and Other Occupancy	4,578,788
Selling, General & Administration	13,192,679
Amortization & depreciation expense	49,675,016
Affiliate Expense	5,311,582
Operating Expenses	301,474,013
Operating Loss	(56,501,732)
Interest income	1,357,133
Affiliate Interest Income	2,060,755
Interest expense	(33,796,461)
Other Income, net	(53,163,059)
Other Loss	(83,541,631)
Pre-Tax Net Loss	(140,043,363)
Income Tax Benefit	14,345,694
Net Loss	(125,697,669)
Minority Interest Expense	12,893,360
Net Loss Attributable to ICE	(\$138,591,029)