SEC Form 4

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addro Griggs PC N	1 0	Person*		suer Name and Ticl ASDAQ, INC.	0	·	(Check	tionship of Reportin all applicable) Director Officer (give title	10% 0	
(Last) 151 W. 42ND S	(First)	(Middle)		ate of Earliest Trans 2 <mark>3/2021</mark>	saction (Month	/Day/Year)	X	below)	below vice President)
(Street)			4. lf	Amendment, Date o	of Original File	d (Month/Day/Year)	6. Indiv Line)	idual or Joint/Grou	p Filing (Check	Applicable
NEW YORK	NY	10036					X	Form filed by On Form filed by Mo	1 0	
(City)	(State)	(Zip)						Person		portang
		Table I - Non-De	rivative	Securities Acc	uired, Dis	posed of, or Benet	ficially	Owned		
1. Title of Security	y (Instr. 3)	Date	nsaction	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3,		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Disposed Of 5)	(D) (Insti	r. 3, 4 and	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock, par value \$0.01 per share	02/23/2021		A ⁽¹⁾		18,788	A	\$0.00	38,007	D	
Common Stock, par value \$0.01 per share	02/23/2021		F ⁽²⁾		8,242	D	\$140.34	29,765 ⁽³⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

								•				-			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/)	Amount of Securities		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

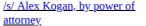
Explanation of Responses:

1. Represents the settlement of performance share units (PSUs) that were previously granted under Nasdaq's Equity Incentive Plan. The ultimate amount of shares to be received under the grant depended upon the achievement of performance goals during a three-year performance period from January 1, 2018 through December 31, 2020.

2. Represents the surrender of shares to pay withholding taxes in connection with the settlement of PSUs, as described above.

3. Represents (i) 26,297 shares underlying PSUs, all of which are vested and (ii) 3,468 shares or units of restricted stock, of which none are vested.

Remarks:



02/25/2021

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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