SEC Form 4	
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## 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 Add SIBBERN I		ng Person <sup>*</sup>		suer Name <b>and</b> Tic ASDAQ, INC.				tionship of Reporti all applicable) Director	10% (	Dwner
(Last) 151 W. 42ND	(First) STREET	(Middle)		ate of Earliest Trans	saction (Montl	/Day/Year)	X	Officer (give title below) Executive V	Other below /ice President	,
(Street) NEW YORK (City)	NY (State)	10036 (Zip)	4. If	Amendment, Date o	of Original File	d (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Grou Form filed by On Form filed by Mo Person	e Reporting Per	son
		Table I - Non-E	Derivative	Securities Acc	quired, Dis	posed of, or Bene	ficially	Owned		
1. Title of Securit	ty (Instr. 3)	2. T	ransaction	2A. Deemed	3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature

1.1	itie of Security (instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (		Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Co	mmon Stock, par value \$0.01 per share	04/01/2022		A		1,209 <sup>(1)</sup>	A	\$0.00	21,784	D	
Co	mmon Stock, par value \$0.01 per share	04/01/2022		F <sup>(2)</sup>		279	D	\$181.92	21,505 <sup>(3)</sup>	D	

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and §	vative rities lired r osed ) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/N	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

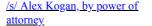
Explanation of Responses:

1. Represents shares or units of restricted stock granted pursuant to Nasdaq's Equity Incentive Plan, which vest one-third on April 1, 2024, one-third on April 1, 2025 and one-third on April 1, 2026.

2. Represents the surrender of shares to pay withholding taxes in connection with vestings of equity previously granted under Nasdaq's Equity Incentive Plan

3. Represents (i) Represents 4,206 shares or units of restricted stock, of which 372 are vested (ii) 16,878 shares underlying PSUs of which all are vested and (iii) 421 shares purchased under the Employee Stock Purchase Plan.

## Remarks:



04/05/2022

\*\* 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.