

Wedenborn Lars
Form 4
April 25, 2019

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Wedenborn Lars

2. Issuer Name and Ticker or Trading Symbol
NASDAQ, INC. [NDAQ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner
 Officer (give title below) Other (specify below)

ONE LIBERTY PLAZA

04/23/2019

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10006

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	04/23/2019		A ⁽¹⁾	2,565 A	\$ 0 5,346	D	
Common Stock, par value \$0.01 per share	04/24/2019		F ⁽²⁾	835 D	\$ 89.18 4,511 ⁽³⁾	D	
Common Stock, par value \$0.01 per share					7,500 ⁽⁴⁾	I	By Pension Insurance ⁽⁵⁾

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- (3) Represents shares or units of restricted stock granted pursuant to Nasdaq's Equity Incentive Plan, of which 1,946 are vested as of the date hereof.
- (4) Represents shares of common stock acquired through purchases.
- (5) The shares are held by a pension insurance fund in the name of Investor AB, which is Mr. Wedenborn's former employer.
- (6) The shares are held by a pension insurance fund in the name of FAM AB, which is Mr. Wedenborn's employer.

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

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