

Vice Charles A
Form 4
March 04, 2010

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 *
Vice Charles A

2. Issuer Name and Ticker or Trading Symbol
INTERCONTINENTALEXCHANGE
INC [ICE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2100 RIVEREDGE
PARKWAY, SUITE 500
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/2010

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President & Chief Op. Officer

ATLANTA, GA 30328

(City) (State) (Zip)

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

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)
				Code V Amount (D) Price			
Common Stock	03/03/2010		S ⁽¹⁾	1,000 D 107.83	57,531	D	

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

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 control number.

SEC 1474 (9-02)

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

624,452

Total assets

\$
8,632,549

\$
7,678,022

Liabilities and equity:

Other payables

\$
93,583

\$
80,576

Intercompany payables to subsidiaries (primarily nonbank subsidiaries)

140,949

52,699

Accrued compensation and benefits

479,920

414,195

Senior notes payable

1,549,636

1,548,839

Total liabilities

2,264,088

Explanation of Responses:

2,096,309

Equity

6,368,461

5,581,713

Total liabilities and equity

\$
8,632,549

\$
7,678,022

Of the total intercompany receivable from non-bank subsidiaries, \$735 million and \$783 million at September 30, 2018 and 2017, respectively, was invested in cash and cash equivalents by the subsidiary on behalf of the Parent.

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RAYMOND JAMES FINANCIAL, INC AND SUBSIDIARIES
Notes to Consolidated Financial Statements

The following table presents the Parent's statements of income.

\$ in thousands	Year ended September 30,		
	2018	2017	2016
Revenues:			
Dividends from non-bank subsidiaries	\$225,492	\$183,347	\$248,020
Dividends from bank subsidiary	130,000	125,000	75,000
Interest from subsidiaries	25,234	16,404	8,999
Interest income	4,292	1,838	807
Other	19,396	25,323	4,654
Total revenues	404,414	351,912	337,480
Interest expense	(73,907)	(94,921)	(78,089)
Net revenues	330,507	256,991	259,391
Non-interest expenses:			
Compensation and benefits	67,621	61,765	54,664
Communications and information processing	8,862	8,741	6,330
Occupancy and equipment costs	1,156	677	636
Business development	19,833	18,773	18,364
Losses on extinguishment of debt	—	45,746	—
Other	17,411	14,707	9,792
Intercompany allocations and charges	(31,817)	(30,643)	(40,424)
Total non-interest expenses	83,066	119,766	49,362
Income before income tax benefit and equity in undistributed net income of subsidiaries	247,441	137,225	210,029
Income tax benefit	(11,436)	(85,529)	(64,658)
Income before equity in undistributed net income of subsidiaries	258,877	222,754	274,687
Equity in undistributed net income of subsidiaries	597,818	413,481	254,663
Net income	\$856,695	\$636,235	\$529,350

RAYMOND JAMES FINANCIAL, INC AND SUBSIDIARIES
Notes to Consolidated Financial Statements

The following table presents the Parent's statements of cash flows.

\$ in thousands	Year ended September 30,		
	2018	2017	2016
Cash flows from operating activities:			
Net income	\$856,695	\$636,235	\$529,350
Adjustments to reconcile net income to net cash provided by operating activities:			
Loss/(gain) on investments	1,196	(14,588)	(11,538)
(Gain)/loss on company-owned life insurance policies	(37,173)	(47,920)	(25,642)
Equity in undistributed net income of subsidiaries	(597,818)	(413,481)	(254,663)
Losses on extinguishment of debt	—	45,746	—
Other	114,294	97,616	73,798
Net change in:			
Assets segregated pursuant to regulations	16,734	(40,145)	—
Intercompany receivables	6,468	178,631	19,641
Other assets	47,411	80,561	97,067
Intercompany payables	88,251	38,577	(115,657)
Other payables	13,009	(764)	2,396
Accrued compensation and benefits	65,725	68,180	58,520
Net cash provided by operating activities	574,792	628,648	373,272
Cash flows from investing activities:			
(Investments in)/distributions from subsidiaries, net	(205,311)	(36,520)	(637,689)
Advances to subsidiaries, net	4,340	(117,670)	(394,383)
Proceeds from sales/(purchases) of investments, net	12,148	4,836	24,609
Purchase of investments in company-owned life insurance policies, net	(69,711)	(40,661)	(49,488)
Net cash used in investing activities	(258,534)	(190,015)	(1,056,951)
Cash flows from financing activities:			
Proceeds from borrowing on the RJF Credit Facility	300,000	—	—
Repayment of borrowings on the RJF Credit Facility	(300,000)	—	—
Proceeds from senior note issuances, net of debt issuance costs paid	—	508,473	792,221
Extinguishment of senior notes payable	—	(650,000)	(250,000)
Premium paid on extinguishment of senior notes payable	—	(36,892)	—
Exercise of stock options and employee stock purchases	63,347	57,462	43,331
Purchase of treasury stock	(61,971)	(34,055)	(162,502)
Dividends on common stock	(151,336)	(127,202)	(113,435)
Net cash provided by/(used in) financing activities	(149,960)	(282,214)	309,615
Net increase/(decrease) in cash and cash equivalents	166,298	156,419	(374,064)
Cash and cash equivalents at beginning of year	528,397	371,978	746,042
Cash and cash equivalents at end of year	\$694,695	\$528,397	\$371,978
Supplemental disclosures of cash flow information:			
Cash paid for interest	\$77,736	\$98,554	\$74,568
Cash paid for income taxes, net	\$162,867	\$92,568	\$27,397
Supplemental disclosures of noncash activity:			
Investments in subsidiaries, net	\$356	\$24,352	\$781
Losses on extinguishment of debt	\$—	\$8,854	\$—

Explanation of Responses:

RAYMOND JAMES FINANCIAL, INC. AND SUBSIDIARIES

SUPPLEMENTARY DATA:

SELECTED QUARTERLY FINANCIAL DATA

(unaudited)

in thousands, except per share amounts	Fiscal Year 2018			
	1st Qtr.	2nd Qtr.	3rd Qtr.	4th Qtr.
Net revenues	\$1,726,161	\$1,812,632	\$1,836,595	\$1,898,930
Non-interest expenses	\$1,414,477	\$1,481,543	\$1,518,553	\$1,554,868
Income including noncontrolling interests and before provision for income taxes	\$311,684	\$331,089	\$318,042	\$344,062
Net income attributable to Raymond James Financial, Inc.	\$118,842	\$242,847	\$232,258	\$262,748
Earnings per common share - basic	\$0.82	\$1.67	\$1.59	\$1.80
Earnings per common share - diluted	\$0.80	\$1.63	\$1.55	\$1.76
Dividends per common share - declared	\$0.25	\$0.25	\$0.30	\$0.30
in thousands, except per share amounts	Fiscal Year 2017			
	1st Qtr.	2nd Qtr.	3rd Qtr.	4th Qtr.
Net revenues	\$1,492,802	\$1,563,637	\$1,624,547	\$1,690,111
Non-interest expenses	\$1,285,287	\$1,402,334	\$1,347,606	\$1,407,892
Income including noncontrolling interests and before provision for income taxes	\$207,515	\$161,303	\$276,941	\$282,219
Net income attributable to Raymond James Financial, Inc.	\$146,567	\$112,755	\$183,424	\$193,489
Earnings per common share - basic	\$1.03	\$0.78	\$1.27	\$1.34
Earnings per common share - diluted	\$1.00	\$0.77	\$1.24	\$1.31
Dividends per common share - declared	\$0.22	\$0.22	\$0.22	\$0.22

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

ITEM 9A. CONTROLS AND PROCEDURES

Disclosure Controls and Procedures

Disclosure controls are procedures designed to ensure that information required to be disclosed in our reports filed under the Exchange Act, such as this report, are recorded, processed, summarized, and reported within the time periods specified in the SEC's rules and forms. Disclosure controls are also designed to ensure that such information is accumulated and communicated to management, including our Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure. In designing and evaluating the disclosure controls and procedures, management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable, not absolute, assurance of achieving the desired control objectives, as ours are designed to do, and management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

Under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, we have evaluated the effectiveness of our disclosure controls and procedures pursuant to Exchange Act Rule 13a-15(b) as of the end of the period covered by this report. Based on that evaluation, our Chief Executive Officer and Chief Financial Officer have concluded that these disclosure controls and procedures are effective.

Explanation of Responses:

Changes in Internal Control over Financial Reporting

There were no changes in our internal control over financial reporting during the year ended September 30, 2018 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

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RAYMOND JAMES FINANCIAL, INC. AND SUBSIDIARIES

REPORT OF MANAGEMENT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

Our management is responsible for establishing and maintaining adequate internal control over our financial reporting. Internal control over financial reporting is a process to provide reasonable assurance regarding the reliability of our financial reporting for external purposes in accordance with accounting principles generally accepted in the United States. Internal control over financial reporting includes maintaining records that, in reasonable detail, accurately and fairly reflect our transactions; providing reasonable assurance that transactions are recorded as necessary for preparation of our financial statements; providing reasonable assurance that receipts and expenditures of our assets are made in accordance with management authorization; and providing reasonable assurance that unauthorized acquisition, use or disposition of our assets that could have a material effect on our financial statements would be prevented or detected on a timely basis. Because of its inherent limitations, internal control over financial reporting is not intended to provide absolute assurance that a misstatement of our financial statements would be prevented or detected.

Management conducted an evaluation of the effectiveness of our internal control over financial reporting based on the framework in Internal Control - Integrated Framework (2013) issued by COSO. Based on this evaluation, management concluded that our internal control over financial reporting was effective as of September 30, 2018. KPMG LLP, who audited and reported on our consolidated financial statements included in this report, has issued an attestation report on our internal control over financial reporting as of September 30, 2018 (included as follows).

Report of Independent Registered Public Accounting Firm
To the Shareholders and Board of Directors
Raymond James Financial, Inc.:

Opinion on Internal Control Over Financial Reporting

We have audited Raymond James Financial Inc. and subsidiaries' (the Company) internal control over financial reporting as of September 30, 2018, based on criteria established in Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of September 30, 2018, based on criteria established in Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated statements of financial condition of the Company as of September 30, 2018 and 2017, the related consolidated statements of income and comprehensive income, changes in shareholders' equity, and cash flows for each of the years in the three-year period ended September 30, 2018 and the related notes (collectively, the consolidated financial statements), and our report dated November 20, 2018 expressed an unqualified opinion on those consolidated financial statements.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Report of Management on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ KPMG LLP

Tampa, Florida
November 20, 2018

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RAYMOND JAMES FINANCIAL, INC. AND SUBSIDIARIES

ITEM 9B. OTHER INFORMATION

None.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

A list of our executive officers appears in Part I, Item 1 of this report. The balance of the information required by Item 10 is incorporated herein by reference to the registrant's definitive proxy statement for the 2019 Annual Meeting of Shareholders which will be filed with the SEC no later than 120 days after the close of the fiscal year ended September 30, 2018.

ITEM 11, 12, 13 and 14.

The information required by Items 11, 12, 13 and 14 is incorporated herein by reference to the registrant's definitive proxy statement for the 2019 Annual Meeting of Shareholders which will be filed with the SEC no later than 120 days after the close of the fiscal year ended September 30, 2018.

PART IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

(a) Financial Statements and Schedules

The financial statements are set forth under Item 8 of this Annual Report on Form 10-K. Financial statement schedules have been omitted since they are either not required, not applicable, or the information is otherwise included.

(b) Exhibit listing

See below and continued on the following pages.

Exhibit Number	Description
3.1	<u>Restated Articles of Incorporation of Raymond James Financial, Inc. as filed with the Secretary of State of Florida on November 25, 2008, incorporated by reference to Exhibit 3(i).1 to the Company's Annual Report on Form 10-K, filed with the Securities and Exchange Commission on November 28, 2008.</u>
3.2	<u>Amended and Restated By-Laws of Raymond James Financial, Inc., reflecting amendments adopted by the Board of Directors on November 30, 2017, incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on December 5, 2017.</u>
4.1	<u>Description of Capital Stock, incorporated by reference to Exhibit 4.1 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on August 10, 2009.</u>
4.2.1	<u>Indenture, dated as of August 10, 2009 for Senior Debt Securities, between Raymond James Financial, Inc. and The Bank of New York Mellon Trust Company, N.A., incorporated by reference to Exhibit 4.2 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on August 10, 2009.</u>
4.2.2	<u>Fourth Supplemental Indenture, dated as of March 26, 2012, for the 5.625% Senior Notes Due 2024, between Raymond James Financial, Inc. and The Bank of New York Mellon Trust Company, N.A., as trustee, incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on March 26, 2012.</u>

- 4.2.3 Fifth Supplemental Indenture, dated as of July 12, 2016, for the 3.625% Senior Notes Due 2026, between Raymond James Financial, Inc. and The Bank of New York Mellon Trust Company, N.A., as trustee, incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 12, 2016.
- 4.2.4 Sixth Supplemental Indenture, dated as of July 12, 2016, for the 4.950% Senior Notes Due 2046, between Raymond James Financial, Inc. and The Bank of New York Mellon Trust Company, N.A., as trustee, incorporated by reference to Exhibit 4.2 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 12, 2016.
- 4.2.5 Sixth (Reopening) Supplemental Indenture, dated as of May 10, 2017, for the 4.950% Senior Notes due 2046, between Raymond James Financial, Inc. and The Bank of New York Mellon Trust Company, N.A., as trustee, incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on May 10, 2017.
- 10.1 Raymond James Financial, Inc. 2002 Incentive Stock Option Plan, effective February 14, 2002,
*incorporated by reference to Exhibit 4.1 to the Company's Registration Statement on Form S-8, No. 333-98537, filed with the Securities and Exchange Commission on August 22, 2002.
- 10.2 Mortgage Agreement, dated as of December 13, 2002, incorporated by reference to Exhibit 10.10 to the Company's Annual Report on Form 10-K, filed with the Securities and Exchange Commission on December 23, 2002.

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RAYMOND JAMES FINANCIAL, INC. AND SUBSIDIARIES

Exhibit Number	Description
10.3	<u>Form of Indemnification Agreement with Directors, incorporated by reference to Exhibit 10.18 to the Company's Annual Report on Form 10-K, filed with the Securities and Exchange Commission on December 8, 2004.</u>
10.4	<u>Composite Version of 2003 Raymond James Financial, Inc. Employee Stock Purchase Plan, as amended and restated, incorporated by reference to Appendix B to the Company's Definitive Proxy Statement for the Annual Meeting of Shareholders held February 19, 2009, filed with the Securities and Exchange Commission on January 12, 2009.</u>
10.5	<u>Letter Agreement, dated February 27, 2017, between Raymond James Financial, Inc. and Paul C. Reilly, incorporated by reference to Exhibit 99.2 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on February 28, 2017.</u>
10.6	<u>Letter Agreement, dated February 27, 2017, between Raymond James Financial, Inc. and Thomas A. James, incorporated by reference to Exhibit 99.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on February 28, 2017.</u>
10.7	<u>Composite Version of 2005 Raymond James Financial, Inc. Restricted Stock Plan (as amended on December 10, 2010), incorporated by reference to Appendix A to the Company's Definitive Proxy Statement for the Annual Meeting of Shareholders held February 24, 2011, filed with the Securities and Exchange Commission on January 18, 2011.</u>
10.8	<u>Stock Purchase Agreement, dated January 11, 2012, between Raymond James Financial, Inc. and Regions Financial Corporation (excluding certain exhibits and schedules), incorporated by reference to Exhibit 10.19 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on January 12, 2012.</u>
10.9	<u>Amended and Restated Raymond James Financial Long-Term Incentive Plan, effective August 22, 2018.</u>
10.10.1	<u>Revolving Credit Agreement, dated as of August 6, 2015, among Raymond James Financial, Inc. and a syndicate of lenders led by Bank of America, N.A. and Regions Bank, incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on August 10, 2015.</u>
10.10.2	<u>First Amendment to Revolving Credit Agreement, dated as of June 8, 2016, among Raymond James Financial, Inc., the Lenders party thereto, and Bank of America, N.A., incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on June 9, 2016.</u>
10.10.3	<u>Second Amendment to Credit Agreement, dated as of May 5, 2017, among Raymond James Financial, Inc. and a syndicate of lenders led by Bank of America, N.A. and Regions Bank, incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on May 5, 2017.</u>
10.11.1	<u>Raymond James Financial, Inc. Amended and Restated 2012 Stock Incentive Plan (as amended through February 18, 2016), incorporated by reference to Appendix A to the Company's Definitive Proxy Statement for the Annual Meeting of Shareholders held February 18, 2016, filed with the Securities and Exchange Commission January 14, 2016.</u>
10.11.2	<u>Form of Contingent Stock Option Agreement under 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.22 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on May 9, 2012.</u>
10.11.3	<u>Form of Restricted Stock Unit Agreement for Non-Employee Director under 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.25 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on May 9, 2012.</u>
10.11.4	<u>Form of Restricted Stock Unit Agreement for Performance Based Restricted Stock Unit Award under 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.20.8 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 8, 2013.</u>

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- 10.11.5 * Form of Stock Option Agreement under 2012 Stock Incentive Plan, as revised and approved on August 21, 2013, incorporated by reference to Exhibit 10.16.3 to the Company's Annual Report on Form 10-K, filed with the Securities and Exchange Commission on November 26, 2013.
- 10.11.6 * Form of Restricted Stock Unit Agreement for Non-Bonus Award (Employee/Independent Contractor) under 2012 Stock Incentive Plan, as revised and approved on August 21, 2013, incorporated by reference to Exhibit 10.16.4 to the Company's Annual Report on Form 10-K, filed with the Securities and Exchange Commission on November 26, 2013.
- 10.11.7 * Form of Restricted Stock Unit Agreement for Stock Bonus Award under 2012 Stock Incentive Plan, as revised and approved on August 21, 2013, incorporated by reference to Exhibit 10.16.6 to the Company's Annual Report on Form 10-K, filed with the Securities and Exchange Commission on November 26, 2013.
- 10.11.8 * Form of Restricted Stock Unit Award Notice and Agreement (time-based vesting) which amends and restates Mr. Reilly's award agreement issued in 2012 and will also be used for his subsequent award agreements, incorporated by reference to Exhibit 10.21.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on December 20, 2013.
- 10.11.9 * Form of Restricted Stock Unit Award Notice and Agreement (performance-based vesting) which amends and restates Mr. Reilly's award agreement issued in 2012 and will also be used for his subsequent award agreements, incorporated by reference to Exhibit 10.21.2 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on December 20, 2013.
- 10.11.10 * Form of Restricted Stock Unit Award Notice and Agreement (time-based vesting), incorporated by reference to Exhibit 10.22.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on December 20, 2013.
- 10.11.11 * Form of Restricted Stock Unit Award Notice and Agreement (performance-based vesting), incorporated by reference to Exhibit 10.22.2 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on December 20, 2013.
- 10.11.12 * Form of Stock Option Agreement under 2012 Stock Incentive Plan, as revised and approved on November 20, 2013, incorporated by reference to Exhibit 10.23 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 7, 2014.
- 10.11.13 * Form of Restricted Stock Unit Agreement for Non-Bonus Award under 2012 Stock Incentive Plan, as revised and approved on November 20, 2013, incorporated by reference to Exhibit 10.24 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 7, 2014.

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RAYMOND JAMES FINANCIAL, INC. AND SUBSIDIARIES

Exhibit Number	Description
10.11.14	<u>Raymond James Financial, Inc. 2012 Stock Incentive Plan Sub-Plan for French Employees with Form of Restricted Stock Unit Agreement, adopted and approved on February 20, 2014, incorporated by reference to Exhibit 10.16.9 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on May 9, 2014.</u>
10.11.15	* <u>Form of Restricted Stock Unit Award Notice and Agreement for Stock Bonus Award (time-based vesting), as revised and approved on May 17, 2017, under the Amended and Restated 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 8, 2018.</u>
10.11.16	* <u>Form of Restricted Stock Unit Award Notice and Agreement for Stock Bonus Award (performance-based vesting), as revised and approved on May 17, 2017, under the Amended and Restated 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.2 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 8, 2018.</u>
10.11.17	* <u>Form of Restricted Stock Unit Award Notice and Agreement for Non-Bonus Award, as revised and approved on May 17, 2017, under the Amended and Restated 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.3 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 8, 2018.</u>
10.11.18	* <u>Form of Restricted Stock Unit Award Notice and Agreement for Stock Bonus Award (time-based vesting) for Canadian Employees, as revised and approved on May 17, 2017, under the Amended and Restated 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.4 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 8, 2018.</u>
10.11.19	* <u>Form of Restricted Stock Unit Award Notice and Agreement for Stock Bonus Award (performance-based vesting) for Canadian Employees, as revised and approved on May 17, 2017, under the Amended and Restated 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.5 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 8, 2018.</u>
10.11.20	* <u>Form of Restricted Stock Unit Award Notice and Agreement for Non-Bonus Award for Canadian Employees, as revised and approved on May 17, 2017, under the Amended and Restated 2012 Stock Incentive Plan, incorporated by reference to Exhibit 10.6 to the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on February 8, 2018.</u>
10.11.21	* <u>Form of Award Agreement for Grant of Retention RSUs to Mr. Paul C. Reilly, incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on March 1, 2018.</u>
10.12	* <u>Raymond James Financial, Inc. Amended and Restated Voluntary Deferred Compensation Plan, effective May 17, 2017.</u>
10.13	<u>Settlement Agreement and Release, dated April 13, 2017, among Michael I. Goldberg, as receiver, Thomas A. Tucker Ronzetti, Harley S. Tropin, and Kozyak Tropin & Throckmorton, LLP, as interim class counsel, and Raymond James & Associates, Inc., incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on April 13, 2017.</u>
11	Statement re Computation of per Share Earnings (the calculation of per share earnings is included in Part II, Item 8, Note 22 in the Notes to Consolidated Financial Statements (Earnings Per Share) and is omitted here in accordance with Section (b)(11) of Item 601 of Regulation S-K).
12	<u>Statement of Computation of Ratio of Earnings to Fixed Charges and Preferred Stock Dividends.</u>
21	<u>List of Subsidiaries.</u>
23	<u>Consent of Independent Registered Public Accounting Firm.</u>
31.1	<u>Certification of Paul C. Reilly pursuant to Rule 13a-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</u>
31.2	

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Certification of Jeffrey P. Julien pursuant to Rule 13a-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

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Certification of Paul C. Reilly and Jeffrey P. Julien pursuant to Rule 13a-14(b) and 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

- 101.INS XBRL Instance Document.
- 101.SCH XBRL Taxonomy Extension Schema Document.
- 101.CAL XBRL Taxonomy Extension Calculation Linkbase Document.
- 101.DEF XBRL Taxonomy Extension Definition Linkbase Document.
- 101.LAB XBRL Taxonomy Extension Label Linkbase Document.
- 101.PRE XBRL Taxonomy Extension Presentation Linkbase Document.

* Indicates a management contract or compensatory plan or arrangement in which a director or executive officer participates.

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RAYMOND JAMES FINANCIAL, INC. AND SUBSIDIARIES

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of St. Petersburg, State of Florida, on the 20th day of November, 2018.

RAYMOND JAMES FINANCIAL, INC.

By: /s/ PAUL C. REILLY

Paul C. Reilly, Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

Signature	Title	Date
/s/ PAUL C. REILLY Paul C. Reilly	Chairman and Chief Executive Officer (Principal Executive Officer) and Director	November 20, 2018
/s/ JEFFREY P. JULIEN Jeffrey P. Julien	Executive Vice President - Finance and Chief Financial Officer (Principal Financial Officer)	November 20, 2018
/s/ JENNIFER C. ACKART Jennifer C. Ackart	Senior Vice President and Controller (Principal Accounting Officer)	November 20, 2018
/s/ THOMAS A. JAMES Thomas A. James	Chairman Emeritus and Director	November 20, 2018
/s/ CHARLES G. VON ARENTSCHILDT Charles G. von Arentschildt	Director	November 20, 2018
/s/ SHELLEY G. BROADER Shelley G. Broader	Director	November 20, 2018
/s/ ROBERT M. DUTKOWSKY Robert M. Dutkowsky	Director	November 20, 2018
/s/ JEFFREY N. EDWARDS Jeffrey N. Edwards	Director	November 20, 2018
/s/ BENJAMIN C. ESTY Benjamin C. Esty	Director	November 20, 2018

Explanation of Responses:

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/s/ ANNE GATES Anne Gates	Director	November 20, 2018
/s/ FRANCIS S. GODBOLD Francis S. Godbold	Vice Chairman and Director	November 20, 2018
/s/ GORDON L. JOHNSON Gordon L. Johnson	Director	November 20, 2018
/s/ RODERICK C. MCGEARY Roderick C. McGear	Director	November 20, 2018
/s/ ROBERT P. SALTZMAN Robert P. Saltzman	Director	November 20, 2018
/s/ SUSAN N. STORY Susan N. Story	Director	November 20, 2018

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