Vice Charles A Form 4 January 05, 2007

### FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* Vice Charles A

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Issuer

INTERCONTINENTALEXCHANGE INC [ICE]

(Check all applicable)

President & Chief Op. Officer

10% Owner

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

3. Date of Earliest Transaction

(Month/Day/Year) 01/03/2007

\_X\_\_ Officer (give title \_ \_ Other (specify below) below)

PARKWAY, SUITE 500

(Middle)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

ATLANTA, GA 30328

2100 RIVEREDGE

(City)	(State)	(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 3. 4. Securities Acq Execution Date, if Transactiom Disposed of (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)		(D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	01/03/2007		M	52,733 (1)	A	\$ 0	99,233	D	
Common Stock	01/03/2007		F	21,522 (2)	D	\$ 115.72	77,711	D	
Common Stock	01/04/2007		S(3)	1,600	D	\$ 117.77	76,111	D	
Common Stock	01/04/2007		S(3)	1,400	D	\$ 117.57	74,711	D	
Common Stock	01/04/2007		S(3)	3,000	D	\$ 117.56	71,711	D	

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Common Stock	01/04/2007	S(3)	400	D	\$ 115.31	71,311	D
Common	01/04/2007	S(3)	2,600	D	\$ 115.16	68,711	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)

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit Awards	<u>(4)</u>	01/03/2007		M	52,733	<u>(5)</u>	10/11/2014	Common Stock	52,733

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Vice Charles A

2100 RIVEREDGE PARKWAY

SUITE 500

President & Chief Op. Officer

ATLANTA, GA 30328

### **Signatures**

/s/ Andrew J. Surdykowski,
Attorney-in-fact
01/05/2007

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* 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).

(1)

Reporting Owners 2

#### Edgar Filing: Vice Charles A - Form 4

Represents 52,733 shares of Common Stock, par value \$0.01 per share (the "Common Stock"), delivered pursuant to 52,733 vested restricted stock units.

- (2) Represents shares of Common Stock underlying vested restricted stock units that are being withheld to satisfy payment of the Issuer's tax withholding obligation.
- (3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person in November 2006.
- (4) One-for-one.
- (5) These restricted stock units are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.