Edgar Filing: Nicholson Roger Lee - Form 4

Nicholson Ro	oger Lee										
Form 4 February 25,	2010										
FORM	Л									PPROVAL	
			ND EXC D.C. 205		IGE (COMMISSION	OMB Number:	3235-0287			
Check this if no long subject to Section 16 Form 4 or Form 5 obligation may conti <i>See</i> Instru- 1(b).	er STATEM 5. Filed pur ^s Section 17(a	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 20(b) of the Investment Company Act of 1940								January 31 Expires: 2005 Estimated average burden hours per response 0.5	
(Print or Type R	esponses)										
Nicholson Roger Lee Syn					Ticker or T l Group, l	-		5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	/liddle)		Earliest Tr	•		100]	(Chec	ck all applicable	e)	
C/O INTERNATIONAL COAL GROUP, INC., 300 CORPORATE CENTRE DRIVE			(Month/Day/Year) 02/23/2010					Director 10% Owner X_ Officer (give title Other (specify below) below) SVP, Secretary & Gen Counsel			
	(Street)	Street) 4. If Amendment, Date Filed(Month/Day/Year)			-	App			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
SCOTT DEF	POT, WV 25560							Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	emed on Date, if Day/Year)	3. Transactio Code (Instr. 8) Code V	4. Securiti on(A) or Dis (D) (Instr. 3, 4 Amount	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/23/2010			А	12,839 (1)	A	\$0	116,848 (2)	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount of 2 4. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date Underlying Securities** Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4) Price of (Month/Day/Year) (Instr. 8) (Instr. 3) Acquired (A) Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Amount Expiration Date or Title Exercisable Date Number Code V (A) (D) of Shares Employee Stock Common (3) 02/23/2020 37,637 Option \$4.11 02/23/2010 37,637 А Stock (right to buy)

Edgar Filing: Nicholson Roger Lee - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Nicholson Roger Lee C/O INTERNATIONAL COAL GROUP, INC. 300 CORPORATE CENTRE DRIVE SCOTT DEPOT, WV 25560			SVP, Secretary & Gen Counsel			

Signatures

Reporting Person

/s/ Roger L. Nicholson <u>**Signature of</u> 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) Represents a restricted stock (?RS?) grant of 12,839 shares of common stock, the restriction on such shares will lapse in equal installments of 3,210 shares on April 30, 2011, 2012 and 2013 and 3,209 shares on April 30, 2014.

Includes (a) a RS grant of 6,000 shares of common stock, the restrictions on which 4,500 have lapsed and the restrictions on the remaining 1,500 will lapse on June 30, 2010; (b) a RS grant of 6,000 shares of common stock, the restrictions on which 3,000 have lapsed and the restrictions on the remaining 3,000 will lapse in equal installments of 1,500 shares on June 30, 2010 and 2011; (c) a RS grant of 6,000 shares of common stock, the restrictions on the remaining 4,500 will lapse in equal

- (2) 6,000 shares of common stock, the restrictions on which 1,500 have tapsed and the restrictions on the remaining 4,500 will tapse in equal installments of 1,500 shares on March 25, 2010, 2011 and 2012; (d) a RS grant of 29,759 shares of common stock, the restrictions on which will lapse in equal installments of 7,440 shares on April 30, 2010, 2011 and 2012 and 7,439 shares on April 30, 2013; (e) a RS grant of 12,839 shares of common stock, the restriction on which will lapse in equal installments of 3,210 shares on April 30, 2011, 2012 and 2013 and 3,209 shares on April 30, 2014.
- (3) Represents stock options for 37,637 shares of common stock, which will vest in equal installments of 9,409 shares on April 30, 2011, 2012 and 2013 and 9,410 shares on April 30, 2014.

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.