#### CRISP CHARLES R

Form 4

October 02, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287 January 31,

Expires: 2005

**OMB APPROVAL** 

Estimated average 0.5

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

Stock

(Print or Type Responses)

1. Name and A	2. Issuer Name <b>and</b> Ticker or Trading Symbol INTERCONTINENTALEXCHANGE INC [ICE]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)					
(Last) 2100 RIVE		(Middle)	3. Date of (Month/D) 09/28/20	•				X Director 10% Owner Officer (give title Other (specify below)			
				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owne							y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Indirect  Form: Direct Beneficia  (D) or Ownershi  Indirect (I) (Instr. 4)  (Instr. 4)			
Common Stock	09/30/2007			A	31 <u>(1)</u>	(D)	Price \$ 0	12,518 (2)	D		
Common Stock	10/01/2007			M	1,000	A	\$8	13,518 (2)	D		
Common Stock	10/01/2007			S(3)	1,000	D	\$ 154.61	12,518 (2)	D		
Common Stock	10/01/2007			S(3)	186	D	\$ 154.63	12,332 (2)	D		

154.63

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

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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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		1 ; (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 8	10/01/2007		M	1,000	<u>(4)</u>	01/05/2015	Common Stock	1,000	

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

CRISP CHARLES R
2100 RIVEREDGE PARKWAY
SUITE 500
ATLANTA, GA 30328

# **Signatures**

/s/ Andrew J. Surdykowski, Attorney-in-fact

\*\*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) Represents shares of restricted stock granted to the filing person under the IntercontinentalExchange, Inc. 2003 Restricted Stock Deferral Plan for Outside Directors.
- As previously reported, the reporting person also indirectly beneficially owns 4000 shares of Common Stock, which were purchased by the reporting person's spouse on November 21, 2005.

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- (3) The sales reported in this Form 4 were effected pursuant to a pre-arranged trading plan established in accordance with Rule 10b5-1 of the Securities Act of 1934, as amended.
- (4) These options 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.