### Edgar Filing: INTERCONTINENTALEXCHANGE INC - Form 4

#### INTERCONTINENTALEXCHANGE INC

Form 4

January 11, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

response...

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

Check this box

**SECURITIES** 

obligations may continue. See Instruction

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).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Sprecher Jeffrey C

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

INTERCONTINENTALEXCHANGE

(Check all applicable)

Chief Executive Officer

INC [ICE]

(Last) (First) (Middle) 3. Date of Earliest Transaction

\_X\_\_ Director 10% Owner \_X\_\_ Officer (give title Other (specify

(Month/Day/Year) 01/10/2008

below)

2100 RIVEREDGE PARKWAY, SUITE 500

> (Street) 4. If Amendment, Date Original

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

Filed(Month/Day/Year)

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

Person

ATLANTA, GA 30328

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

							, <b>F</b>		,
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially	6. Ownership Form:	7. Nature of Indirect Beneficial	
(,		any (Month/Day/Year)	(Instr. 8)				Owned Following Reported	Direct (D) or Indirect (I)	Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	01/10/2008		A	110,837 (1)	A	\$ 0	250,014 (2)	D	
Common Stock	01/10/2008		F	46,474 (3)	D	\$ 173.48	203,540 (2)	D	
Common Stock	01/10/2008		A	110,000	A	\$ 0	313,540 (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

**SEC 1474** (9-02) of

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title Number			
				~					of		
				Code V	(A) (D)				Shares		

Relationshine

Chief Executive Officer

## **Reporting Owners**

Reporting Owner Name / Address	ixciationsimps						
	Director	10% Owner	Officer	Other			
Sprecher Jeffrey C							

X

2100 RIVEREDGE PARKWAY SUITE 500

ATLANTA, GA 30328

## **Signatures**

/s/ Andrew J. Surdykowski,
Attorney-in-fact
01/11/2008

\*\*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).

Restricted Stock Plan on September 20, 2004. The vesting of these performance based shares of restricted stock was linked to the achievement of earnings before interest, taxes, depreciation, and amortization (or EBITDA) performance versus pre-established targets between 2005 and 2007. This award of performance based restricted stock was designed as a multi-year equity grant and no additional equity awards were granted to the reporting person until February 2006. The Issuer achieved the maximum performance target for this grant and these shares were issued to the filing person on January 10, 2008.

Represents shares of performance based restricted stock granted to the filing person under the IntercontinentalExchange, Inc. 2004

- As previously reported, the reporting person also indirectly owns shares that are beneficially owned directly by Continental Power

  Exchange, Inc. ("CPEX"). The reporting person beneficially owns 100% of the equity interest in CPEX, which holds 2,032,978 shares of IntercontinentalExchange, Inc. common stock. Additionally, as previously reported, the reporting person also indirectly owns shares that are beneficially owned directly by the reporting person's spouse for which the reporting person disclaims beneficial ownership.
- (3) Represents shares of common stock underlying vested restricted stock units that are being withheld to satisfy payment of the Issuer's tax withholding obligation.

Reporting Owners 2

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- Represents shares of performance based restricted stock earned but not yet issued to the filing person under the IntercontinentalExchange, Inc. 2004 Restricted Stock Plan on September 20, 2004. The vesting of these performance based shares of restricted stock was linked to the achievement of earnings before interest, taxes, depreciation, and amortization (or EBITDA) performance versus pre-established
- (4) targets between 2005 and 2007. This award of performance based restricted stock was designed as a multi-year equity grant and no additional equity awards were granted to the reporting person until February 2006. The Issuer achieved the maximum performance target for this grant. The reporting person has elected to defer the issuance of these shares until January 15, 2009. Taxes for the future issuance of these shares will be withheld at the time the shares are issued.

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.