Edgar Filing: INTERCONTINENTALEXCHANGE INC - Form 4

INTERCONTINENTALEXCHANGE INC

Form 4 July 11, 2008

FORM 4

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

OMB APPROVAL

OMB 3235-0287 Number:

Expires: January 31, 2005 Estimated average

burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

1(b).

(Print or Type Responses)

1. Name and A Goone Davi	Symbol INTER	2. Issuer Name and Ticker or Trading Symbol INTERCONTINENTALEXCHANGE INC [ICE]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 2100 RIVE	(First) (MREDGE 7, SUITE 500	f Earliest Tra Day/Year) 2008	ansaction			Director 10% Owner X Officer (give title Other (specify below) below) Sr VP, Chief Strategic Officer					
ATLANTA	(Street)		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) Tab	le I - Non-D	erivative :	Securi	ties Acc	quired, Disposed	of, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	ion(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or V Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct Indirect y (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)			
Common Stock	07/10/2008		A	3,633 (1)	A	\$0	43,327	D			
Common	07/10/2008		E	1,434	D	\$	<i>1</i> 1 202	D			

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

F

07/10/2008

Stock

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SEC 1474

(9-02)

D

41,893

D

85.3

(2)

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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	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	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		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Goone David S 2100 RIVEREDGE PARKWAY **SUITE 500** ATLANTA, GA 30328

Sr VP, Chief Strategic Officer

Signatures

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

07/11/2008

**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).
- (1) Represents shares of restricted stock issued to the filing person under the IntercontinentalExchange, Inc. 2004 Restricted Stock Plan.
- Represents shares of Common Stock underlying vested restricted stock units that are being withheld to satisfy payment of the Issuer's tax **(2)** withholding obligation

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.

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