INTERCONTINENTALEXCHANGE INC Form 4 February 23, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 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) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Forneri Jean Marc Issuer Symbol INTERCONTINENTALEXCHANGE (Check all applicable) INC [ICE] (Last) (First) (Middle) 3. Date of Earliest Transaction \_ Director 10% Owner Х Officer (give title Other (specify (Month/Day/Year) below) below) 2100 RIVEREDGE 02/22/2007 PARKWAY, SUITE 500 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ATLANTA, GA 30328 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 1.Title of 3. 4. Securities Acquired 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned Ownership (D) or Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Price Code V Amount (D) Common S<sup>(1)</sup> 02/22/2007 20 D \$ 164.2 15,020<sup>(2)</sup> D Stock Common 02/22/2007 S<sup>(1)</sup> 32 D 14,988 (2) D 164.21 Stock Common 02/22/2007 S(1) 10 D 14,978 (2) D 164.22 Stock Common S<sup>(1)</sup> 02/22/2007 61 D 14,917 <sup>(2)</sup> D Stock 164 23 Common S<sup>(1)</sup> 02/22/2007 62 D 14,855 (2) D Stock

| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 10 | D | \$ 14,845 ( <u>2</u> ) D |  |
|-----------------|------------|---------------------|----|---|--------------------------|--|
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 32 | D | \$ 14,813 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 10 | D | \$ 164.3 14,803 (2) D    |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 52 | D | \$ 14,751 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 62 | D | \$ 14,689 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 31 | D | \$ 14,658 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 62 | D | \$ 14,596 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 84 | D | \$ 14,512 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 22 | D | \$ 14,490 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 42 | D | \$ 14,448 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 22 | D | \$ 14,426 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 63 | D | \$ 164.4 14,363 (2) D    |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 22 | D | \$ 14,341 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 21 | D | \$ 14,320 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 73 | D | \$ 14,247 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 73 | D | \$ 14,174 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 32 | D | \$ 14,142 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 10 | D | \$ 14,132 <u>(2)</u> D   |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 10 | D | \$ 14,122 ( <u>2)</u> D  |  |
| Common<br>Stock | 02/22/2007 | S <u>(1)</u>        | 10 | D | \$ 164.5 14,112 (2) D    |  |
|                 | 02/22/2007 | <b>S</b> <u>(1)</u> | 20 | D | 14,092 <u>(2)</u> D      |  |

Common Stock \$ 164.55

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |                     | ate                | 7. Titl<br>Amou<br>Under<br>Secur<br>(Instr. | ınt of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---------------------------------------|---|---------------------|--------------------|--|--|---|--|
|   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |

# **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |            |         |       |  |  |  |
|---|---------------|------------|---------|-------|--|--|--|
|   | Director      | 10% Owner  | Officer | Other |  |  |  |
| Forneri Jean Marc<br>2100 RIVEREDGE PARKWAY<br>SUITE 500<br>ATLANTA, GA 30328 | Х             |            |         |       |  |  |  |
| Signatures  |               |            |         |       |  |  |  |
| /s/ Andrew J. Surdykowski,<br>Attorney-in-fact                                |               | 02/23/2007 |         |       |  |  |  |
| **Signature of Reporting Person   |               | Da         | ite     |       |  |  |  |

## **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) 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.
- (2) As previously reported, the reporting person also indirectly owns 5,000 shares of common stock held by Atalant Inc., which were purchased on November 21, 2005.

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.