

INTERCONTINENTALEXCHANGE INC

Form 4

February 23, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Forneri Jean Marc

2. Issuer Name **and** Ticker or Trading
Symbol

INTERCONTINENTALEXCHANGE
INC [ICE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

02/22/2007

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

2100 RIVEREDGE
PARKWAY, SUITE 500

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

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

☒ 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/22/2007		S ⁽¹⁾	20	D	\$ 164.2	15,020 ⁽²⁾ D
Common Stock	02/22/2007		S ⁽¹⁾	32	D	\$ 164.21	14,988 ⁽²⁾ D
Common Stock	02/22/2007		S ⁽¹⁾	10	D	\$ 164.22	14,978 ⁽²⁾ D
Common Stock	02/22/2007		S ⁽¹⁾	61	D	\$ 164.23	14,917 ⁽²⁾ D
Common Stock	02/22/2007		S ⁽¹⁾	62	D	\$ 164.24	14,855 ⁽²⁾ D

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Common Stock	02/22/2007	<u>S(1)</u>	10	D	\$ 164.25	14,845 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	32	D	\$ 164.27	14,813 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	10	D	\$ 164.3	14,803 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	52	D	\$ 164.31	14,751 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	62	D	\$ 164.33	14,689 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	31	D	\$ 164.34	14,658 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	62	D	\$ 164.35	14,596 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	84	D	\$ 164.36	14,512 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	22	D	\$ 164.37	14,490 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	42	D	\$ 164.38	14,448 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	22	D	\$ 164.39	14,426 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	63	D	\$ 164.4	14,363 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	22	D	\$ 164.41	14,341 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	21	D	\$ 164.42	14,320 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	73	D	\$ 164.43	14,247 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	73	D	\$ 164.44	14,174 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	32	D	\$ 164.45	14,142 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	10	D	\$ 164.46	14,132 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	10	D	\$ 164.49	14,122 <u>(2)</u>	D
Common Stock	02/22/2007	<u>S(1)</u>	10	D	\$ 164.5	14,112 <u>(2)</u>	D
	02/22/2007	<u>S(1)</u>	20	D		14,092 <u>(2)</u>	D

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Common Stock \$ 164.55

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

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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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Forneri Jean Marc 2100 RIVEREDGE PARKWAY SUITE 500 ATLANTA, GA 30328	X

Signatures

/s/ Andrew J. Surdykowski, 02/23/2007
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) 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.

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