### Edgar Filing: INTERCONTINENTALEXCHANGE INC - Form 4

#### INTERCONTINENTALEXCHANGE INC

Form 4

December 13, 2006

#### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

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if no longer subject to Section 16. Form 4 or 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

1(b).

(Print or Type Responses)

See Instruction

SANDOR RICHARD L Syr IN			Symbol	r Name <b>and</b> CONTINE				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
			e of Earliest Transaction n/Day/Year) /2006				X Director 10% Owner Officer (give title Other (specify below)				
PARKWAY, SUITE 500											
A 77V A N 777 A	(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			
ATLANTA	, GA 30328							Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Execution	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose	d of (D)	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)	
Common				Code V	Amount	(D)	Price	(mstr. 5 and 1)			
Stock	12/11/2006			M	6,250	A	\$ 0	12,686	D		
Common Stock	12/11/2006			S <u>(1)</u>	1,046	D	\$ 109.81	11,640	D		
Common Stock	12/11/2006			S <u>(1)</u>	1,003	D	\$ 109.83	10,637	D		
Common Stock	12/11/2006			S(1)	88	D	\$ 109.85	10,549	D		
Common Stock	12/11/2006			S <u>(1)</u>	44	D	\$ 109.86	10,505	D		

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Common Stock	12/11/2006	S(1)	44	D	\$ 109.94	10,461	D
Common Stock	12/11/2006	S(1)	88	D	\$ 109.95	10,373	D
Common Stock	12/11/2006	S(1)	44	D	\$ 109.96	10,329	D
Common Stock	12/11/2006	S(1)	1,003	D	\$ 110.04	9,326	D
Common Stock	12/11/2006	S(1)	1,046	D	\$ 110.08	8,280	D
Common Stock	12/11/2006	S(1)	88	D	\$ 110.09	8,192	D
Common Stock	12/11/2006	S(1)	218	D	\$ 110.14	7,974	D
Common Stock	12/11/2006	S(1)	305	D	\$ 110.26	7,669	D
Common Stock	12/11/2006	S(1)	87	D	\$ 110.28	7,582	D
Common Stock	12/11/2006	S(1)	213	D	\$ 110.29	7,369	D
Common Stock	12/11/2006	S <u>(1)</u>	48	D	\$ 110.31	7,321	D
Common Stock	12/11/2006	S(1)	1,221	D	\$ 110.36	6,100	D
Common Stock	12/11/2006	S(1)	436	D	\$ 110.41	5,664	D
Common Stock	12/11/2006	S(1)	960	D	\$ 110.54	4,704	D
Common Stock	12/11/2006	S(1)	436	D	\$ 110.56	4,268	D
Common Stock	12/11/2006	S(1)	1,293	D	\$ 110.6	2,975	D
Common Stock	12/11/2006	S(1)	523	D	\$ 110.61	2,452	D
Common Stock	12/11/2006	S <u>(1)</u>	1,701	D	\$ 110.66	751	D
Common Stock	12/11/2006	M	6,000	A	\$8	6,751	D

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

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SEC 1474 (9-02)

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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. Transactio Code (Instr. 8)	· · · · · · · · · · · · · · · · · · ·		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8	12/11/2006		M	6,000	<u>(2)</u>	01/05/2015	Common Stock	6,000
Restricted Stock Unit Awards	<u>(3)</u>	12/11/2006		M	6,250	<u>(4)</u>	10/11/2014	Common Stock	6,250

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
SANDOR RICHARD L 2100 RIVEREDGE PARKWAY SUITE 500 ATLANTA, GA 30328	X					

## **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) 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.

Reporting Owners 3

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- (2) These options are fully vested.
- (3) One-for-one.
- (4) These restricted stock units are fully vested.

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