Forneri Jean Marc Form 4 January 04, 2007

FORM 4

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

OMB Number:

3235-0287

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person *

(First)

Forneri Jean Marc

2100 RIVEREDGE

PARKWAY, SUITE 500

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to

Issuer

INTERCONTINENTALEXCHANGE

INC [ICE]

(Check all applicable)

_X__ Director

10% Owner

(Middle)

3. Date of Earliest Transaction (Month/Day/Year) 12/31/2006

Other (specify Officer (give title

(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

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactio Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		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 Stock	12/31/2006		Code V A	Amount 620 (1)	()	Price \$ 0	12,298 (2)	D	
Common Stock	01/03/2007		S(3)	1,085	D	\$ 110.17	11,213 (2)	D	
Common Stock	01/03/2007		S(3)	581	D	\$ 110.18	10,632 (2)	D	
Common Stock	01/03/2007		S(3)	648	D	\$ 110.2	9,984 (2)	D	
Common Stock	01/03/2007		M	7,812	A	\$ 0	17,796 <u>(2)</u>	D	

of

Edgar Filing: Forneri Jean Marc - Form 4

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.

SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit Awards	<u>(4)</u>	01/03/2007		M	7,812	<u>(5)</u>	10/11/2014	Common Stock	7,812	

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, 01/04/2007 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) Represents shares of restricted stock granted to the filing person under the IntercontinentalExchange, Inc. 2003 Restricted Stock Deferral Plan for Outside Directors.
- (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.

(3)

Reporting Owners 2

Edgar Filing: Forneri Jean Marc - Form 4

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.

- (4) One-for-one.
- (5) These restricted stock units are fully vested.

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.