Sprecher Jeffrey C Form 4 November 18, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

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

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Sprecher Jeffrey C		orting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			INTERCONTINENTALEXCHANGE INC [ICE]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director 10% Owner _X_ Officer (give title Other (specify		

2100 RIVEREDGE PARKWAY, SUITE 500

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

(Month/Day/Year)

11/17/2011

Chief Executive Officer

6. Individual or Joint/Group Filing(Check

below)

Applicable Line)

below)

X Form filed by One Reporting Person Form filed by More than One Reporting

ATLANTA, GA 30328

(State)

(Zip)

(City)

(City)	(State)	(Zip) Table	e I - Non-E	Derivative Securities Acqui	red, Disposed of,	or Beneficially	y 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	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/17/2011		Code V	(A) or Amount (D) Price 500 (1) D \$ 0	Reported Transaction(s) (Instr. 3 and 4) 231,117 (2)	(I) (Instr. 4)	

		Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	11/17/2011	G	500 (1)	D	\$0	231,117 (2)	D	
Common Stock	11/17/2011	M	549	A	\$ 80.17	231,666 (2)	D	
Common Stock	11/17/2011	S	1,250 (3)	D	\$ 120.74 (4)	23,823 (5)	I	By spouse
Common Stock	11/17/2011	G	200 (6)	D	\$0	23,623 (5)	I	By spouse
	11/17/2011	M	341	A	\$ 80.17	23,964 (5)	I	By spouse

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			inforn requir	nation ed to ys a	containe respond	d to the collect d in this form a unless the form valid OMB cont	ire not 1	SEC 1474 (9-02)
Reminder: Rep	port on a separate line for each class of secur-	ities bene	•		•	•		
Common Stock	11/17/2011	S	20,998 (3)	D	\$ 120.28 (10)	1,219,341 (8)	I	CPEX
Common Stock	11/17/2011	S	11,884 (3)	D	\$ 119.53 (9)	1,240,339 (8)	I	CPEX
Common Stock	11/17/2011	S	13,118 (3)	D	\$ 118.59 (7)	1,252,223 (8)	I	CPEX
Common Stock								

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 80.17	11/17/2011		M	549	<u>(11)</u>	12/16/2018	Common Stock	549	
Employee Stock Option (right to buy)	\$ 80.17	11/17/2011		M	341	<u>(11)</u>	12/16/2018	Common Stock	341	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Sprecher Jeffrey C

2100 RIVEREDGE PARKWAY
SUITE 500

Chief Executive Officer

ATLANTA, GA 30328

Signatures

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

11/18/2011

**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).
- The transaction reported in this Form 4 was effected pursuant to a previously announced, pre-arranged trading plan established in accordance with Rule 10b5-1 of the Securities Act of 1934, as amended. The trading plan was adopted in May 2011. This transaction involved a gift of 500 shares of the Issuer's Common Stock by the reporting person to a charity.
- As previously reported, the reporting person also indirectly owns 1,219,341 shares that are beneficially owned directly by Continental Power Exchange, Inc. ("CPEX"). The reporting person beneficially owns 100% of the equity interest in CPEX. In addition, as previously reported, the reporting person also indirectly owns shares that are beneficially owned directly by the reporting person's spouse for which the reporting person disclaims beneficial ownership.
- (3) The sales reported in this Form 4 were effected pursuant to a previously announced, pre-arranged trading plan established in accordance with Rule 10b5-1 of the Securities Act of 1934, as amended.
- The price range for the aggregate amount sold by the direct holder is \$120.54 \$120.82. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.
- As previously reported, the reporting person also indirectly owns 1,219,341 shares that are beneficially owned directly by Continental Power Exchange, Inc. ("CPEX"). The reporting person beneficially owns 100% of the equity interest in CPEX. Additionally, as previously reported, the reporting person also beneficially owns shares directly.
- The transaction reported in this Form 4 was effected pursuant to a previously announced, pre-arranged trading plan established in accordance with Rule 10b5-1 of the Securities Act of 1934, as amended. The trading plan was adopted in May 2011. This transaction involved a gift of 200 shares of the Issuer's Common Stock by the reporting person to a charity.
- The price range for the aggregate amount sold by the direct holder is \$117.99 \$118.98. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.
- These shares are beneficially owned directly by CPEX. Mr. Sprecher beneficially owns 100% of the equity interest in CPEX directly.
- (8) Additionally, as previously reported, the reporting person also owns shares directly and indirectly owns shares that are beneficially owned directly by the reporting person's spouse for which the reporting person disclaims beneficial ownership.
- The price range for the aggregate amount sold by the direct holder is \$118.99 \$119.97. The Issuer will upon request by the Staff of the U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.
- The price range for the aggregate amount sold by the direct holder is \$119.99 \$120.88. The Issuer will upon request by the Staff of the (10) U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.
- (11) These options 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.

Reporting Owners 3

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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.