

INTERCONTINENTALEXCHANGE INC  
 Form 4  
 November 16, 2006

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Sprecher Jeffrey C

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)  
 2100 RIVEREDGE PARKWAY, SUITE 500  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/15/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Executive Officer

ATLANTA, GA 30328

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

(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 Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	11/15/2006		S <sup>(1)</sup>	1,407 D \$ 93.39	2,097,505 <sup>(2)</sup>	I	See footnote 1.
Common Stock	11/15/2006		S <sup>(1)</sup>	270 D \$ 93.5	2,097,235 <sup>(2)</sup>	I	See footnote 1.
Common Stock	11/15/2006		S <sup>(1)</sup>	1,569 D \$ 93.57	2,095,666 <sup>(2)</sup>	I	See footnote 1.
Common Stock	11/15/2006		S <sup>(1)</sup>	1,624 D \$ 93.58	2,094,042 <sup>(2)</sup>	I	See footnote 1.
Common Stock	11/15/2006		S <sup>(1)</sup>	1,840 D \$ 93.6	2,092,202 <sup>(2)</sup>	I	See footnote 1.

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Common Stock	11/15/2006	<u>S</u> (1)	1,258	D	\$ 93.65	2,090,944 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	595	D	\$ 93.66	2,090,349 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	1,245	D	\$ 93.67	2,089,104 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	108	D	\$ 93.7	2,088,996 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	162	D	\$ 93.71	2,088,834 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	541	D	\$ 93.72	2,088,293 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	650	D	\$ 93.73	2,087,643 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	487	D	\$ 93.76	2,087,156 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	541	D	\$ 93.77	2,086,615 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	2,057	D	\$ 93.79	2,084,558 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	1,028	D	\$ 93.8	2,083,530 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	325	D	\$ 93.81	2,083,205 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	1,515	D	\$ 93.82	2,081,690 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	54	D	\$ 93.83	2,081,636 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	433	D	\$ 93.84	2,081,203 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	596	D	\$ 93.85	2,080,607 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	324	D	\$ 93.87	2,080,283 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	1,190	D	\$ 93.89	2,079,093 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	270	D	\$ 93.9	2,078,823 <u>(2)</u>	I	See footnote 1.
Common Stock	11/15/2006	<u>S</u> (1)	108	D	\$ 93.93	2,078,715 <u>(2)</u>	I	See footnote 1.
	11/15/2006	<u>S</u> (1)	162	D		2,078,553 <u>(2)</u>	I	

Common Stock \$ 93.94 See footnote 1.

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)

Table with 10 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, 4. Transaction Code, 5. Number of Derivative Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities.

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships. Includes Jeffrey C Sprecher as Chief Executive Officer.

Signatures

/s/ Andrew J. Surdykowski, Attorney-in-fact 11/16/2006

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 held by Continental Power Exchange, Inc. ("CPEX").

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this disposition other than for the payment of his taxes related to such disposition by CPEX. The sale of these shares was effected pursuant to a Rule 10b5-1 trading plan adopted by CPEX on May 16, 2006.

- (2) 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. The reporting person also owns shares directly.

### **Remarks:**

This is the third of five Forms 4 being filed by the reporting person as of the date of this Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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