### Edgar Filing: I2 TECHNOLOGIES INC - Form 4

<b>I2 TECHNO</b>	LOGIES INC									
Form 4										
May 31, 2007										
FORM		TATES SECUR				NCE	COMMERCION	r	PPROVAL	
	- UNITED S					NGE	COMMISSION	OMB Number:	3235-0287	
Check this		Washington, D.C. 20549								
if no long subject to	er STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								
0	Section 16. SECURITIES						Estimated average burden hours per response 0.5			
Form 4 or										
Form 5 obligation	~ <b>^</b>	uant to Section 1					-			
may conti	nue. Section 17(a)	) of the Public Ut 30(h) of the In	•	•	· ·			n		
See Instru 1(b).	ction	50(ii) of the in	vestment	compan	y Aci	. 01 19	40			
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(Print or Type R	esponses)									
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1. Name and Ad CASH HAR		2. Issuer Name <b>and</b> Ticker or Trading Symbol I2 TECHNOLOGIES INC [ITWO]				5. Relationship of Reporting Person(s) to Issuer				
0110111111	•									
(Lost)	(First) (M						(Check all applicable)			
(Last)	(First) (M	,	3. Date of Earliest Transaction (Month/Day/Year)X_ Director		X Director	10% Owner				
C/O I2 TECI		05/29/2007				Officer (give title Other (specify				
INC., 11701	LUNA ROAD						below)	below)		
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Mo			nth/Day/Year)				Applicable Line)			
							One Reporting Person fore than One Reporting			
DALLAS, T	X /5234						Person			
(City)	(State) (Z	Zip) Tabl	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	3. 4. Securities			5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)					Indirect		
(Instr. 3)		any (Month/Day/Year)					· · ·	(D) or Indirect (I)	Beneficial Ownership	
						- /	Following	ollowing (Instr. 4)		
					(A)		Reported Transaction(s)			
			Cala V	A	or	D.:!	(Instr. 3 and 4)			
Common			Code V	Amount	(D)	Price				
Stock	05/29/2007	05/29/2007	А	3,343	А	\$0	4,531	D		
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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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

#### 1. Title of 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 2. 4. 7. Title and Amount of Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date** Underlying Securities (Month/Day/Year) Security or Exercise any Code Securities (Instr. 3 and 4) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Amount Expiration or Date Exercisable Title Date Number Code V (A) (D) of Share Stock Options Common \$18.7 05/29/2007 05/29/2007 10,044 05/29/2007(1) 05/28/2017 10,044 Α (Right to Stock Buy)

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CASH HARVEY B C/O I2 TECHNOLOGIES, INC. 11701 LUNA ROAD DALLAS, TX 75234	Х						
Signatures							
Robin Gunter, Attorney-in-Fact	05/31/	05/31/2007					

\*\*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) Award of stock option grant pursuant to the Automatic Grant Program of the i2 Technologies, Inc. 1995 Stock Option/Stock Issuance Plan. Such award is fully exercisable and will vest in three equal yearly installments each May 29, 2008, 2009 and 2010.

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.