

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2007-12-04** | Period of Report: **2007-12-03**

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ISSUER

INTERCONTINENTALEXCHANGE INC

CIK: **1174746** | IRS No.: **000000000**

SIC: **6200** Security & commodity brokers, dealers, exchanges & services

Mailing Address

2100 RIVEREDGE PARKWAY
SUITE 500
ATLANTA GA 30328

Business Address

2100 RIVEREDGE PARKWAY
SUITE 500
ATLANTA GA 30328
7708574700

REPORTING OWNER

CRISP CHARLES R

CIK: **1015825**

Type: **4** | Act: **34** | File No.: **001-32671** | Film No.: **071284136**

Mailing Address

1301 MCKINNEY STE 700
HOUSTON TX 77010

Business Address

7139513507

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person CRISP CHARLES R			2. Issuer Name and Ticker or Trading Symbol INTERCONTINENTALEXCHANGE INC [ICE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/03/2007			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
2100 RIVEREDGE PARKWAY, SUITE 500			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) ATLANTA, GA 30328								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/03/2007		S	(1)	100	D	\$164	3,900 ⁽²⁾	I	By spouse
Common Stock	12/03/2007		S	(1)	100	D	\$164.04	3,800 ⁽²⁾	I	By spouse
Common Stock	12/03/2007		S	(1)	200	D	\$164.1	3,600 ⁽²⁾	I	By spouse
Common Stock	12/03/2007		S	(1)	200	D	\$164.13	3,400 ⁽²⁾	I	By spouse
Common Stock	12/03/2007		S	(1)	400	D	\$165	3,000 ⁽²⁾	I	By spouse

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a pre-arranged trading plan established in accordance with Rule 10b5-1 of the Securities Act of 1934, as amended.
2. As previously reported, the reporting person owns shares directly and owns shares indirectly that are beneficially owned directly by the reporting person's spouse, which the reporting person disclaims beneficial ownership. The reporting person's spouse purchased the shares on Nov. 21, 2005.

Signatures

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

** Signature of Reporting Person

12/04/2007

Date

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

* 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).

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

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 Number.