

INTERCONTINENTALEXCHANGE INC  
 Form 4  
 January 22, 2008

**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 \*  
 Marcial Edwin D

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)  
 01/18/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Technology Officer & SVP

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	01/18/2008		S <sup>(1)</sup>	D	100	\$ 136.43	49,915 D
Common Stock	01/18/2008		S <sup>(1)</sup>	D	400	\$ 136.51	49,515 D
Common Stock	01/18/2008		S <sup>(1)</sup>	D	100	\$ 136.57	49,415 D
Common Stock	01/18/2008		S <sup>(1)</sup>	D	100	\$ 136.63	49,315 D
Common Stock	01/18/2008		S <sup>(1)</sup>	D	400	\$ 136.8	48,915 D

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Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 136.83	48,715	D
Common Stock	01/18/2008	<u>S(1)</u>	500	D	\$ 136.87	48,215	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 136.92	48,015	D
Common Stock	01/18/2008	<u>S(1)</u>	100	D	\$ 136.96	47,915	D
Common Stock	01/18/2008	<u>S(1)</u>	100	D	\$ 136.99	47,815	D
Common Stock	01/18/2008	<u>S(1)</u>	100	D	\$ 137	47,715	D
Common Stock	01/18/2008	<u>S(1)</u>	100	D	\$ 137.12	47,615	D
Common Stock	01/18/2008	<u>S(1)</u>	300	D	\$ 137.3	47,315	D
Common Stock	01/18/2008	<u>S(1)</u>	300	D	\$ 137.46	47,015	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 137.55	46,815	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 137.6	46,615	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 137.74	46,415	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 137.85	46,215	D
Common Stock	01/18/2008	<u>S(1)</u>	300	D	\$ 137.99	45,915	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 138.05	45,715	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 138.38	45,515	D
Common Stock	01/18/2008	<u>S(1)</u>	240	D	\$ 138.69	45,275	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 138.73	45,075	D
Common Stock	01/18/2008	<u>S(1)</u>	300	D	\$ 138.75	44,775	D
Common Stock	01/18/2008	<u>S(1)</u>	200	D	\$ 138.9	44,575	D
	01/18/2008	<u>S(1)</u>	100	D		44,475	D



**Remarks:**

This is the third of three Forms 4 being filed by the reporting person as of the date on this form.

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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