

Reid Sir Robert
Form 4
April 04, 2007

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 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 *
Reid Sir Robert

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)

3. Date of Earliest Transaction
(Month/Day/Year)
04/02/2007

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

2100 RIVEREDGE
PARKWAY, SUITE 500

(Street)

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

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)
Common Stock	04/02/2007		A	(A) V Amount 6,312 (1)	\$ 0 8,655	D	
Common Stock	04/03/2007		S(2)	800	\$ 124.54 7,855	D	
Common Stock	04/03/2007		S(2)	400	\$ 124.53 7,455	D	
Common Stock	04/03/2007		S(2)	112	\$ 124.48 7,343	D	
Common Stock	04/03/2007		S(2)	200	\$ 124.35 7,143	D	

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Common Stock	04/03/2007	<u>S(2)</u>	200	D	\$ 124.55	6,943	D
Common Stock	04/03/2007	<u>S(2)</u>	300	D	\$ 124.56	6,643	D
Common Stock	04/03/2007	<u>S(2)</u>	200	D	\$ 124.57	6,443	D
Common Stock	04/03/2007	<u>S(2)</u>	100	D	\$ 124.61	6,343	D
Common Stock	04/03/2007	<u>S(2)</u>	400	D	\$ 124.62	5,943	D
Common Stock	04/03/2007	<u>S(2)</u>	200	D	\$ 124.63	5,743	D
Common Stock	04/03/2007	<u>S(2)</u>	400	D	\$ 124.67	5,343	D
Common Stock	04/03/2007	<u>S(2)</u>	100	D	\$ 124.71	5,243	D
Common Stock	04/03/2007	<u>S(2)</u>	300	D	\$ 124.72	4,943	D
Common Stock	04/03/2007	<u>S(2)</u>	100	D	\$ 124.73	4,843	D
Common Stock	04/03/2007	<u>S(2)</u>	600	D	\$ 124.74	4,243	D
Common Stock	04/03/2007	<u>S(2)</u>	400	D	\$ 124.75	3,843	D
Common Stock	04/03/2007	<u>S(2)</u>	400	D	\$ 124.76	3,443	D
Common Stock	04/03/2007	<u>S(2)</u>	200	D	\$ 124.77	3,243	D
Common Stock	04/03/2007	<u>S(2)</u>	100	D	\$ 124.78	3,143	D
Common Stock	04/03/2007	<u>S(2)</u>	200	D	\$ 124.79	2,943	D
Common Stock	04/03/2007	<u>S(2)</u>	100	D	\$ 124.8	2,843	D
Common Stock	04/03/2007	<u>S(2)</u>	100	D	\$ 124.82	2,743	D
Common Stock	04/03/2007	<u>S(2)</u>	300	D	\$ 124.83	2,443	D
Common Stock	04/03/2007	<u>S(2)</u>	100	D	\$ 124.84	2,343	D

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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 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, if any, 4. Transaction Code, 5. Number of Derivative Securities Acquired (A) or Disposed of (D), 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities Owned Beneficially.

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for Reid Sir Robert at 2100 RIVEREDGE PARKWAY SUITE 500 ATLANTA, GA 30328 with a checkmark under 10% Owner.

Signatures

/s/ Andrew J. Surdykowski, Attorney-in-fact, 04/04/2007

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) Represents shares of restricted stock issued to the filing person under the IntercontinentalExchange, Inc. 2003 Restricted Stock Deferral Plan for Outside Directors (62 shares) and 2004 Restricted Stock Plan (6,250 shares) .
(2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

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.