

Goone David S  
Form 4  
June 10, 2009

**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 \*  
Goone David S

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)  
06/08/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr VP, Chief Strategic Officer

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/08/2009		M		4,865	A	\$ 7.04
Common Stock	06/08/2009		M		25,135	A	\$ 8
Common Stock	06/08/2009		S <sup>(1)</sup>		16,843	D	\$ 112.41
							(2)
Common Stock	06/08/2009		S <sup>(1)</sup>		6,557	D	\$ 113.32
							(3)

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Common Stock	06/08/2009	S <sup>(1)</sup>	6,600	D	\$ 114.26 (4)	37,447	D
Common Stock	06/09/2009	M	5,000	A	\$ 8	42,447	D
Common Stock	06/09/2009	S <sup>(1)</sup>	5,000	D	\$ 120	37,447	D

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 7.04	06/08/2009		M	4,865	(5) 03/19/2011	Common Stock	4,865	
Employee Stock Option (right to buy)	\$ 8	06/08/2009		M	25,135	(5) 12/11/2013	Common Stock	25,135	
Employee Stock Option (right to buy)	\$ 8	06/09/2009		M	5,000	(5) 12/11/2013	Common Stock	5,000	

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Goone David S  
2100 RIVEREDGE PARKWAY  
SUITE 500  
ATLANTA, GA 30328

Sr VP, Chief Strategic Officer

## Signatures

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

06/10/2009

\_\_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) 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.  
  
The price range for this aggregate amount is \$111.90 - \$112.88. The Issuer will upon request by the Staff of the U.S. Securities and
- (2) Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.  
  
The price range for this aggregate amount is \$112.90 - \$113.89. The Issuer will upon request by the Staff of the U.S. Securities and
- (3) Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.  
  
The price range for this aggregate amount is \$113.99 - \$114.52. The Issuer will upon request by the Staff of the U.S. Securities and
- (4) Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.
- (5) These options are fully vested.

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.