

Vice Charles A  
 Form 4  
 December 03, 2010

**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  2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer  
 Vice Charles A INTERCONTINENTALEXCHANGE INC [ICE] (Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction \_\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 2100 RIVEREDGE 12/01/2010 \_\_\_\_\_X\_ Officer (give title \_\_\_\_\_ Other (specify below) below) below)  
 PARKWAY, SUITE 500 President & Chief Op. Officer  
 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line)  
 ATLANTA, GA 30328 \_\_\_\_\_X\_ Form filed by One Reporting Person  
 (City) (State) (Zip) \_\_\_\_\_ Form filed by More than One Reporting Person

**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	12/01/2010		M	441	A	\$ 80.17	51,274 D
Common Stock	12/01/2010		S <sup>(1)</sup>	1,400	D	\$ 113.92	49,874 D
Common Stock	12/01/2010		S <sup>(1)</sup>	2,600	D	\$ 114.92	47,274 D

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



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sold at each separate price.

he price range for the aggregate amount sold by the direct holder is \$114.85 - \$115.03. The Issuer will upon request by the Staff of the

- (3) U.S. Securities and Exchange Commission or a security holder of the Issuer provide the full information regarding the number of shares sold at each separate price.
- (4) 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.