INTERCONTINENTALEXCHANGE INC
Form 4
November 16, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Sprecher Jeffrey C

(Last) (First) (Middle)

2100 RIVEREDGE PARKWAY, SUITE 500

(Street)

ATLANTA, GA 30328

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
INTERCONTINENTALEXCHANGE INC [ICE]

3. Date of Earliest Transaction (Month/Day/Year)
11/15/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/15/2006		M(1)		27,958	A	$ 8	73,258 (2)	D	
Common Stock	11/15/2006		S(1)		1,193	D	$ 93.39	72,065 (2)	D	
Common Stock	11/15/2006		S(1)		230	D	$ 93.5	71,835 (2)	D	
Common Stock	11/15/2006		S(1)		1,331	D	$ 93.57	70,504 (2)	D	
Common Stock	11/15/2006		S(1)		1,376	D	$ 93.58	69,128 (2)	D	

Common Stock	11/15/2006	S[(1)]	1,560	D	$ 93.6	67,568 [(2)]	D
Common Stock	11/15/2006	S[(1)]	1,067	D	$ 93.65	66,501 [(2)]	D
Common Stock	11/15/2006	S[(1)]	505	D	$ 93.66	65,996 [(2)]	D
Common Stock	11/15/2006	S[(1)]	1,055	D	$ 93.67	64,941 [(2)]	D
Common Stock	11/15/2006	S[(1)]	92	D	$ 93.7	64,849 [(2)]	D
Common Stock	11/15/2006	S[(1)]	138	D	$ 93.71	64,711 [(2)]	D
Common Stock	11/15/2006	S[(1)]	459	D	$ 93.72	64,252 [(2)]	D
Common Stock	11/15/2006	S[(1)]	550	D	$ 93.73	63,702 [(2)]	D
Common Stock	11/15/2006	S[(1)]	413	D	$ 93.76	63,289 [(2)]	D
Common Stock	11/15/2006	S[(1)]	459	D	$ 93.77	62,830 [(2)]	D
Common Stock	11/15/2006	S[(1)]	1,743	D	$ 93.79	61,087 [(2)]	D
Common Stock	11/15/2006	S[(1)]	872	D	$ 93.8	60,215 [(2)]	D
Common Stock	11/15/2006	S[(1)]	275	D	$ 93.81	59,940 [(2)]	D
Common Stock	11/15/2006	S[(1)]	1,285	D	$ 93.82	58,655 [(2)]	D
Common Stock	11/15/2006	S[(1)]	46	D	$ 93.83	58,609 [(2)]	D
Common Stock	11/15/2006	S[(1)]	367	D	$ 93.84	58,242 [(2)]	D
Common Stock	11/15/2006	S[(1)]	504	D	$ 93.85	57,738 [(2)]	D
Common Stock	11/15/2006	S[(1)]	276	D	$ 93.87	57,462 [(2)]	D
Common Stock	11/15/2006	S[(1)]	1,010	D	$ 93.89	56,452 [(2)]	D
Common Stock	11/15/2006	S[(1)]	230	D	$ 93.9	56,222 [(2)]	D
	11/15/2006	S[(1)]	92	D		56,130 [(2)]	D

Common Stock						$ 93.93		
Common Stock	11/15/2006		M[1]	8,700	A	$ 4.2	64,830 [2]	D

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

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 control number.

SEC 1474 (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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	$ 4.2	11/15/2006		M			8,700	[3]	06/28/2010	Common Stock	8,700
Employee Stock Option (right to buy)	$ 8	11/15/2006		M			27,958	[3]	12/11/2013	Common Stock	27,958

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sprecher Jeffrey C 2100 RIVEREDGE PARKWAY SUITE 500 ATLANTA, GA 30328	X		Chief Executive Officer	

Signatures

/s/ Andrew J. Surdykowski, Attorney-in-fact	11/16/2006
**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 previously disclosed Rule 10b5-1 trading plan adopted by the reporting person on May 16, 2006.

(2) As previously reported, the reporting person also indirectly owns shares that are beneficially owned directly by Continental Power Exchange, Inc. ("CPEX"). Prior to the reported transactions, the reporting person beneficially owns 97.0% of the equity interest in CPEX directly and holds an irrevocable proxy to vote the remaining 3.0%. Additionally, as previously reported , the reporting person also beneficially owns shares that are owned directly by the reporting person's spouse.

(3) These options are fully vested.

Remarks:

This is the first of five Forms 4 being filed by the reporting person as of the date of this Form 4.

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.