

INTERCONTINENTALEXCHANGE INC

Form 4

November 13, 2013

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)
2100 RIVEREDGE PARKWAY, SUITE 500

3. Date of Earliest Transaction (Month/Day/Year)
11/13/2013

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

(Street)
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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	11/13/2013		D		8,929	D	(1) (2) 0	D
Common Stock	11/13/2013		A		1,758	A	(3) 1,758	D
Common Stock	11/13/2013		D		1,758	D	(3) 0	D

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

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The common stock number referred in Table I is an aggregate number and represents 6,210 shares of common stock of ICE, 3,186 deferred compensation obligations of ICE and 1,291 restricted stock units of ICE. The restricted stock units vest on the one-year anniversary of the grant date, which is February 28, 2014.

The amount of shares reported has been adjusted to reflect the correct amount of securities beneficially owned by the reporting person.

- (3) The reporting person previously understated the amount of securities beneficially owned by 1,758 securities due to an inadvertent administrative error. The corrected amount of securities is being reported promptly upon detection.

As of the Effective Time, each ICE employee stock option was converted into an ICE Group employee stock option on the same terms

- (4) and conditions (including vesting schedule and per share exercise price) as applied to such ICE stock option immediately prior to the Effective Time.
- (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.

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