Beckerle Joseph R Form 4 February 25, 2010

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* Beckerle Joseph R

2. Issuer Name and Ticker or Trading Symbol

International Coal Group, Inc. [ICO]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(City)

1. Title of

Security

(Instr. 3)

Stock

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 02/23/2010

(Check all applicable) Director 10% Owner

X\_ Officer (give title below)

Other (specify

C/O INTERNATIONAL COAL GROUP, INC., 300 CORPORATE **CENTRE DRIVE** 

(State)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Chief Accounting Officer

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

D

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

SCOTT DEPOT, WV 25560

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) (Instr. 3 and 4)

or Price

(D)

Common 02/23/2010

Code V Amount 3,000 \$0 A (1)

21,369 (2)

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)

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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. Transacti 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)	\$ 4.11	02/23/2010		A	8,795	(3)	02/23/2020	Common Stock	8,795

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
Beckerle Joseph R C/O INTERNATIONAL COAL GROUP, INC. 300 CORPORATE CENTRE DRIVE SCOTT DEPOT, WV 25560			Chief Accounting Officer			

## **Signatures**

/s/ Roger L. Nicholson, Attorney in Fact for Joseph R. Beckerle

\*\*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 a restricted stock ("RS") grant of 3,000 shares of common stock, the restriction on such shares will lapse in equal installments of 750 shares on April 30, 2011, 2012, 2013 and 2014.

Includes (a) RS grant of 900 shares the restrictions on which 675 have lapsed and the restrictions on the remaining 225 will lapse on June 30, 2010; (b) RS grant of 900 shares the restrictions on which 450 have lapsed and the restrictions on the remaining 450 will lapse in equal installments of 225 on June 30, 2010 and 2011; (c) RS grant of 900 shares the restrictions on which 225 have lapsed and the

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- restrictions on the remaining 675 will lapse in equal installments of 225 on March 25, 2010, 2011 and 2012; (d) RS grant of 4,800 shares the restrictions on which 2,400 have lapsed and the restrictions on the remaining 2,400 will lapse in equal installments of 1,200 on June 30, 2010 and 2011; (e) RS grant of 7,669 shares the restriction on which will lapse in equal installments of 1,917 on April 30, 2010, 2011 and 2012 and 1,918 on April 30, 2013; (f) RS grant of 3,000 shares the restrictions on which will lapse in equal installments of 750 on April 30, 2011, 2012, 2013 and 2014.
- (3) Represents stock options for 8,795 shares of common stock, which will vest in equal installments of 2,199 shares on April 30, 2011, 2012 and 2013 and 2,198 shares on April 30, 2014.

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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