

Beckerle Joseph R
Form 4
February 24, 2011

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 *
Beckerle Joseph R

(Last) (First) (Middle)

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

(Street)

SCOTT DEPOT, WV 25560

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

International Coal Group, Inc. [ICO]

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

02/22/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Accounting 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 Ownership (Instr. 4)
Common Stock	02/22/2011		A	(A) or (D)	2,475 (1) \$ 0 23,844 (2)	D	

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. 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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 9.09	02/22/2011		A	6,617	(3) 02/22/2021	Common Stock	6,617

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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/ Joseph R. Beckerle
02/24/2011
Date

**Signature of Reporting Person

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 2,475 shares of common stock, the restrictions on such shares will lapse in equal installments of 619 shares on April 30, 2012, 2013 and 2014 and 618 shares on April 30, 2015.
Includes (a) RS grant of 900 shares, the restrictions on 675 have lapsed and the restrictions on the remaining 225 will lapse on June 30, 2011; (b) RS grant of 900 shares, the restrictions on 450 have lapsed and the restrictions on the remaining 450 will lapse in equal installments of 225 on March 25, 2011 and 2012; (c) RS grant of 4,800 shares, the restrictions on 3,600 have lapsed and the restrictions on the remaining 1,200 will lapse on June 30, 2011; (d) RS grant of 7,669 shares, the restrictions on 1,917 have lapsed and the remaining 5,752 will lapse in equal installments of 1,917 on April 30, 2011 and 2012 and 1,918 on April 30, 2013; (e) RS grant of 3,000 shares, the restrictions will lapse in equal installments of 750 on April 30, 2011, 2012, 2013 and 2014; (f) a RS grant of 2,475 shares, the restrictions will lapse in equal installments of 619 on April 30, 2012, 2013 and 2014 and 618 on April 30, 2015.
- (3) Represents stock options for 6,617 shares of common stock, which will vest in equal installments of 1,654 shares on April 30, 2012, 2013 and 2014 and 1,655 shares on April 30, 2015.

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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