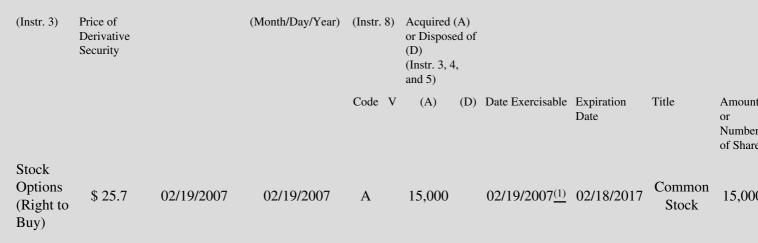
## Edgar Filing: I2 TECHNOLOGIES INC - Form 4

I2 TECHNOLOGIES INC						
Form 4						
February 21, 2007						
FORM 4 UNITED	~ ~				OMB A	PPROVAL
UNITED	STATES S	SECURITIES A Washington	AND EXCHANGE , D.C. 20549	COMMISSION	OMB Number:	3235-0287
Section 16. Form 4 or Form 5 Filed pu	rsuant to Sec (a) of the Pu	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940				January 31, 2005 average irs per 0.5
(Print or Type Responses)						
1. Name and Address of Reporting VARIA HITEN D	S	ymbol	d Ticker or Trading GIES INC [ITWO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First)	(Middle) 3	. Date of Earliest T	ransaction	(Chec	k all applicable	5)
I2 TECHNOLOGIES, INC. LUNA ROAD	(1	Month/Day/Year) )2/19/2007		Director X Officer (give below) EVP, Greater		6 Owner er (specify n & CCO
(Street)		. If Amendment, D	ate Original	6. Individual or Joint/Group Filing(Check		
DALLAS, TX 75234		iled(Month/Day/Yea	-	Applicable Line) _X_ Form filed by C Form filed by M Person	One Reporting Pe	erson
(City) (State)	(Zip)	Table I Non I	Dominating Committing A	aquinal Disposed of	or Donoficial	Ur Owned
1.Title of 2. Transaction Date Security (Month/Day/Year) (Instr. 3)	-	3. ate, if Transactio Code (Year) (Instr. 8)	A Securities A 4. Securities MAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of 6 Securities F Beneficially (I Owned (I	. Ownership form: Direct D) or Indirect	7. Nature of Indirect
Reminder: Report on a separate lin	e for each class	s of securities bene	ficially owned directly o	r indirectly		
reminder. Report on a separate in			Persons who res information conta required to respo	pond to the collect ained in this form a ond unless the form atly valid OMB con	are not n	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
VARIA HITEN D I2 TECHNOLOGIES, INC. 11701 LUNA ROAD DALLAS, TX 75234			EVP, Greater APAC Region & CCO			
Signatures						
Robin Gunter, Attorney-in-Fact	02/2	21/2007				

\*\*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).

Award of stock option grant pursuant to the i2 Technologies, Inc. 1995 Stock Option/Stock Issuance Plan. Such award is vested and
 (1) exercisable as to 1% of the underlying securities; 24% of the underlying securities shall vest and become exercisable on February 19, 2008; the remaining shares shall vest and become exercisable in 36 equal monthly installments thereafter.

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.