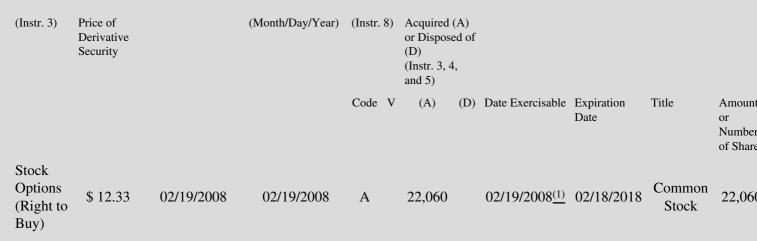
## Edgar Filing: I2 TECHNOLOGIES INC - Form 4

12 TECHNOLOGIES INC								
Form 4								
February 21, 2008							<u></u>	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB APPROVAL	
						Number:	3235-0287	
Check this box if no longer							Expires:	January 31, 2005
subject to STATE Section 16. Form 4 or	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated burden hou	Estimated average burden hours per response 0.5	
obligations	7(a) of the 1	Public U	Itility Hol	ding Con		nge Act of 1934, of 1935 or Secti 940		
(Print or Type Responses)								
1. Name and Address of Reportin CUMMINGS JOHN	2. Issuer Name <b>and</b> Ticker or Trading Symbol I2 TECHNOLOGIES INC [ITWO]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First)	(Middle)				. [11]	(Ch	eck all applicabl	e)
(Last) (First) I2 TECHNOLOGIES, INC LUNA ROAD	3. Date of Earliest Transaction (Month/Day/Year) 02/19/2008				Director 10% Owner X Officer (give title Other (specify below) below) SVP & Ch Marketing Officer			
(Street)		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
DALLAS, TX 75234		Filed(Mo	onth/Day/Yea	r)		Applicable Line) _X_ Form filed by Form filed by Person	y One Reporting P More than One R	
(City) (State)	(Zip)				~			
(eng) (state)	(Eip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deer Execution any (Month/D(Instr. 3)(Month/Day/Year)any (Month/D		Date, if Transaction Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)		
Reminder: Report on a separate li	ine for each cl	ass of sec	urities bene	-	-	-		
				inforn requir	nation cont ed to resp lys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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		
CUMMINGS JOHN I2 TECHNOLOGIES, INC. 11701 LUNA ROAD DALLAS, TX 75234			SVP & Ch Marketing Officer			
Signatures						
Robin Gunter, Attorney-in-Fact	02/2	21/2008				

\*\*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, 2009; 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.