## Edgar Filing: FERRO DENNIS H - Form 4

| FERRO DE<br>Form 4   | INNIS H                                 |  |            |  |   |                                     |  |  |   |  |  |
|--|---|--|------------|--|---|-------------------------------------|--|--|---|--|--|
| March 19, 2  | 2012                                    |  |            |  |   |                                     |  |  |   |  |  |
| FORM   | Λ4                                      |  |            |  |   |                                     |  |  | PPROVAL   |  |  |
|  | UNITED                                  | STATES   |            | RITIES A<br>shington                   |   |                                     | COMMISSION   | N OMB<br>Number:   | 3235-0287   |  |  |
| Check the<br>if no lor<br>subject<br>Section<br>Form 4       | nger <b>STATEN</b><br>16.               | AENT OF  | F CHAN     | NGES IN<br>SECUI                       |   | ICIAL OV                            | WNERSHIP OF  | Expires:<br>Estimated<br>burden hou<br>response                      | urs per   |  |  |
| Form 5<br>obligation<br>may corn<br><i>See</i> Inst<br>1(b). | ons<br>ntinue. Section 17(              | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |            |  |   |                                     |  |  |   |  |  |
| (Print or Type   | Responses)                              |  |            |  |   |                                     |  |  |   |  |  |
| 1. Name and J<br>FERRO DI                                    | Address of Reporting<br>ENNIS H         | Person <u>*</u>  | Symbol     | er Name <b>and</b><br>TIPAL FIN        |   | <sup>.</sup> Trading<br>L GROUP     | 5. Relationship o<br>Issuer  |  |   |  |  |
|  |   |  | INC [P     | FG]                                    |   |                                     | (Che   | eck all applicabl  | е)  |  |  |
| (Last)<br>711 HIGH   |   | Middle)  |            | of Earliest T<br>Day/Year)             | ransaction  |                                     | _X_ Director<br>Officer (giv<br>below)   |  | % Owner<br>her (specify   |  |  |
| /11 111011   | (Street)                                |  | 4. If Am   | endment, D<br>onth/Day/Yea             | -   | ıl                                  | 6. Individual or .<br>Applicable Line)<br>_X_ Form filed by                        |  |   |  |  |
| DES MOIN   | NES, IA 50392                           |  |            |  |   |                                     |  | More than One R  |   |  |  |
| (City)   | (State)                                 | (Zip)  | Tab        | le I - Non-l                           | Derivative  | Securities A                        | cquired, Disposed  | of, or Beneficia   | lly Owned   |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                         | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deeme<br>Execution<br>any<br>(Month/Da   | Date, if   | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securit<br>nAcquired<br>Disposed<br>(Instr. 3, 4 | (A) or<br>of (D)<br>4 and 5)<br>(A) | Securities<br>Beneficially<br>Owned  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |   |  |            | Code V                                 | Amount  | or<br>(D) Price                     | (Instr. 3 and 4)   |  |   |  |  |
| Reminder: Re   | port on a separate line                 | e for each cla   | ass of sec | urities bene                           | -   | -                                   | -  |  |   |  |  |
|  |   |  |            |  | inforn<br>requii                                    | nation cont<br>red to resp          | spond to the colle<br>ained in this form<br>ond unless the fo<br>ntly valid OMB co | n are not<br>rm  | SEC 1474<br>(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       | 6. Date Exercisable and | 7. Title and Amount of | 8. Pric |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------------|---------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onof Derivative | Expiration Date         | Underlying Securities  | Deriva  |
| Security    | or Exercise |                     | any                | Code       | Securities      | (Month/Day/Year)        | (Instr. 3 and 4)       | Securi  |

number.

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| (Instr. 3)                | Price of<br>Derivative<br>Security | (1         | Month/Day/Year) | (Instr. 8 | (A<br>D<br>(I<br>(I | A) or<br>vispose | d of |                     |                    |                 |  | (Instr. |
|---------------------------|------------------------------------|------------|-----------------|-----------|---------------------|------------------|------|---------------------|--------------------|-----------------|--|---------|
|                           |                                    |            |                 | Code '    | V                   | (A)              | (D)  | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |         |
| Phantom<br>Stock<br>Units | <u>(1)</u>                         | 03/15/2012 |                 | А         | 1                   | 01.2             |      | (2)                 | (2)                | Common<br>Stock | 101.2                                  | \$ 29   |

## **Reporting Owners**

| Reporting Owner Name / Addres                             | s          | Relationships |         |       |  |  |  |  |  |
|---|------------|---------------|---------|-------|--|--|--|--|--|
|   | Director   | 10% Owner     | Officer | Other |  |  |  |  |  |
| FERRO DENNIS H<br>711 HIGH STREET<br>DES MOINES, IA 50392 | Х          |               |         |       |  |  |  |  |  |
| Signatures  |            |               |         |       |  |  |  |  |  |
| Joyce N.<br>Hoffman                                       | 03/19/2012 |               |         |       |  |  |  |  |  |
| <u>**</u> Signature of<br>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) The units convert to common stock on a one-for-one basis.
- (2) The reported phantom stock units were acquired pursuant to the Principal Deferred Compensation Plan for Non-Employee Directors and will be settled on the reporting person's retirement.

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.