

BLACK BOX CORP
Form 4
August 09, 2007

FORM 4

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

OMB APPROVAL

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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 *
ANDREWS WILLIAM F

(Last) (First) (Middle)
1000 PARK DRIVE
(Street)
LAWRENCE, PA 15055
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BLACK BOX CORP [BBOX]

3. Date of Earliest Transaction
(Month/Day/Year)
08/07/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)		
				(A) or (D)	Code	V	Amount	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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	Derivative Security		Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Director Stock Option (Right to Purchase)	\$ 35.19	08/07/2007	D ⁽¹⁾	5,333	<u>(1)</u>	08/26/2007	Common Stock	5,333
Director Stock Option (Right to Purchase)	\$ 41.88	08/07/2007	A ⁽¹⁾	5,333	<u>(1)</u>	08/26/2007	Common Stock	5,333
Director Stock Option (Right to Purchase)	\$ 21.9375	08/07/2007	D ⁽¹⁾	6,000	<u>(1)</u>	10/08/2008	Common Stock	6,000
Director Stock Option (Right to Purchase)	\$ 33.44	08/07/2007	A ⁽¹⁾	6,000	<u>(1)</u>	10/08/2008	Common Stock	6,000
Director Stock Option (Right to Purchase)	\$ 45.0625	08/07/2007	D ⁽¹⁾	5,000	<u>(1)</u>	08/30/2009	Common Stock	5,000
Director Stock Option (Right to Purchase)	\$ 49.56	08/07/2007	A ⁽¹⁾	5,000	<u>(1)</u>	08/30/2009	Common Stock	5,000
Director Stock Option (Right to Purchase)	\$ 42.25	08/07/2007	D ⁽¹⁾	5,000	<u>(1)</u>	10/11/2010	Common Stock	5,000
Director Stock Option (Right to Purchase)	\$ 59.82	08/07/2007	A ⁽¹⁾	5,000	<u>(1)</u>	10/11/2010	Common Stock	5,000

Director Stock Option (Right to Purchase)	\$ 41.45	08/07/2007	D ⁽¹⁾	5,000	(1)	09/21/2011	Common Stock	5,000
Director Stock Option (Right to Purchase)	\$ 51.33	08/07/2007	A ⁽¹⁾	5,000	(1)	09/21/2011	Common Stock	5,000
Director Stock Option (Right to Purchase)	\$ 40.55	08/07/2007	D ⁽¹⁾	6,000	(1)	10/01/2013	Common Stock	6,000
Director Stock Option (Right to Purchase)	\$ 42.93	08/07/2007	A ⁽¹⁾	6,000	(1)	10/01/2013	Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDREWS WILLIAM F 1000 PARK DRIVE LAWRENCE, PA 15055	X			

Signatures

/s/ Christopher H. Gebhardt by Power of Attorney for William F. Andrews

08/09/2007

__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).

(1) The reported transactions result from the Reporting Person voluntarily agreeing to increase the exercise price of the original option. The other terms of the original option remain unchanged. The original option provided for vesting in three annual installments beginning on the date of grant and is now fully-vested. For Section 16 reporting purposes only, this has been reflected as the cancellation of the original option and the grant of a replacement option with a higher exercise price.

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.