Edgar Filing: MARLEN JAMES S - Form 4

MADIEN LAMES C

Form 4	IVIES S										
February 02,	2011										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
	CIVILED S	IAIES		hington,			GE (COMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF CHANGES SECO Filed pursuant to Section 16(a) of Section 17(a) of the Public Utility I					ES IN BENEFICIAL OWNERSHIP OF ECURITIES) of the Securities Exchange Act of 1934, ry Holding Company Act of 1935 or Section stment Company Act of 1940					January 31 Expires: 2005 Estimated average burden hours per response 0.5	
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> MARLEN JAMES S			2. Issuer Name and Ticker or Trading Symbol AMERON INTERNATIONAL CORP [AMN]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 245 SO. LOS	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2011				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) Chairman, Pres. & CEO						
	(Street)	ndment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
PASADENA	A, CA 91101								Aore than One Re		
(City)	(State) (Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8) Code V	4. Securiti on(A) or Dis (D) (Instr. 3, 4 Amount	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/01/2011			А	10,000	А	\$0	28,309	D		
Common Stock								175	I	401(k) Plan	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: MARLEN JAMES S - Form 4

 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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	7. Titl Amou Under Secur (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MARLEN JAMES S 245 SO. LOS ROBLES AVE. PASADENA, CA 91101	Х		Chairman, Pres. & CEO				
Signatures							
/s/ Cynthia A. Iwasaki, Power of Attorney		02/02/2011					
**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).

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.