Edgar Filing: AMERON INTERNATIONAL CORP - Form 4

AMERON INTERNATIONAL CORP

Form 4 March 27, 2008

FORM 4

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

OMB Number:

Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

January 31,

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * DAVENPORT DAVID

(Street)

(State)

2. Issuer Name and Ticker or Trading

Symbol AMERON INTERNATIONAL 5. Relationship of Reporting Person(s) to Issuer

CORP [AMN]

(First) (Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 03/26/2008

245 SO. LOS ROBLES AVE.

(Zip)

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

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

(Check all applicable)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

PASADENA, CA 91101

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 6. Ownership 7. Nature of 1.Title of 3. 4. Securities Acquired 5. Amount of Execution Date, if Security (Month/Day/Year) Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Beneficial (D) or (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code Amount (D) Price Common 03/26/2008 M 750 \$ 34 2,950 D A Stock Common 03/26/2008 M 750 3,700 D Stock

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

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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. Transactic Code (Instr. 8)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P Der Sec (Ins
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 34	03/26/2008		M		750	03/26/2005	03/26/2014	Common	750	9
Stock Option (Right to Buy)	\$ 33.28	03/26/2008		M		750	03/24/2006	03/24/2015	Common	750	\$:

Reporting Owners

		Relation	tionships		
Reporting Owner Name / Address	Director	10%	Officer		

Director Owner Officer Other

DAVENPORT DAVID 245 SO. LOS ROBLES AVE. X PASADENA, CA 91101

Signatures

/s/ Cynthia A. Iwasaki, Power of Attorney 03/27/2008

**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).

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.

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