Edgar Filing: AMERON INTERNATIONAL CORP - Form 4

AMERON INTERNATIONAL CORP

Form 4

September 29, 2008

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if no longer

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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subject to Section 16. Form 4 or 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)

(Print or Type Responses)

1. Name and Address of Reporting Person * POULSEN DENNIS C

(First)

(Street)

2. Issuer Name and Ticker or Trading

Symbol

AMERON INTERNATIONAL

Issuer

5. Relationship of Reporting Person(s) to

CORP [AMN]

(Middle)

(Check all applicable)

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

245 SO. LOS ROBLES AVE. 09/26/2008

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

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

(City)	(State) (Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	e (Instr. 3, 4 and 5)		Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
					or		Transaction(s)			
			Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	09/26/2008		M	750	A	\$ 34	4,050	D		
Common Stock	09/26/2008		M	750	A	\$ 33.28	4,800	D		

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)	ionof Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D Se (In
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Non Employee Stock Option (Right to Buy)	\$ 34	09/26/2008		M	7:	50	03/26/2005	03/26/2014	Common Stock	750	
Non Employee Stock Option (Right to Buy)	\$ 33.28	09/26/2008		M	7:	50	03/24/2006	03/24/2015	Common Stock	750	9

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
POULSEN DENNIS C							

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

Signatures

/s/ Cynthia A. Iwasaki, Power of 09/29/2008 Attorney **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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