

KATY INDUSTRIES INC  
Form 4  
August 07, 2008

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
BARATTA ROBERT M

(Last) (First) (Middle)

305 ROCK INDUSTRIAL PARK  
DRIVE

(Street)

BRIDGETON, MO 63044

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

KATY INDUSTRIES INC [KATY]

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

08/06/2008

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) |                   | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|---|--|-----------------------------------|
|                                 |                                      |  |                                | Code  | V Amount or Price |   |  |                                   |
| Common Stock                    | 08/06/2008                           |  | S                              | 3,000   | D \$ 1.35         | 17,435  | D  |                                   |
| Common Stock                    | 08/07/2008                           |  | S                              | 2,750   | D \$ 1.35         | 14,685  | D  |                                   |
| Common Stock                    | 08/07/2008                           |  | S                              | 2,750   | D \$ 1.3          | 11,935  | D  |                                   |

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

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(9-02)

number.

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Appreciation Right                   | \$ 1.15 <sup>(2)</sup>                                 |                                      |  |                                |   | 06/26/2008 <sup>(2)</sup> 06/26/2018 <sup>(2)</sup>      | Common Stock  | 14,2                       |
| Option to purchase Common Stock            | \$ 3.69 <sup>(1)</sup>                                 |                                      |  |                                |   | 05/26/2005 <sup>(1)</sup> 05/26/2015 <sup>(1)</sup>      | Common Stock  | 18,0                       |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BARATTA ROBERT M<br>305 ROCK INDUSTRIAL PARK DRIVE<br>BRIDGETON, MO 63044 |               |           | X       |       |

## Signatures

/s/ Philip D. Reinkemeyer as attorney-in-fact for Robert M. Barratta 08/07/2008

\*\*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).
- (1) The exercisable date, conversion price, and expiration date on the stock options represent information from the most recent grant, 5/26/05. The Reporting Person has received stock options from 1999 through 2005 with conversion prices ranging from \$3.69 to \$9.88.
- (2) The exercisable date, conversion price, and expiration date on the stock appreciation rights represent information from the most recent grant, 6/26/08. The Reporting Person has received stock appreciation rights from 2002 through 2008 with conversion prices ranging from \$1.10 to \$3.15.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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