

LSI INDUSTRIES INC

Form 4

April 04, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
OGARA WILFRED T

(Last) (First) (Middle)

**8180 CORPORATE PARK
DRIVE, SUITE 301**

(Street)

CINCINNATI, OH 45242

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
LSI INDUSTRIES INC [LYTS]

3. Date of Earliest Transaction
(Month/Day/Year)
04/02/2012

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Shares	04/02/2012		A		402	A	\$ 7.47
							12,117
							D

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
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SEC 1474
(9-02)

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

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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 Securities (Instr. 3 and 4)		8. Price Derivat Security (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option to Buy (3)	\$ 8.76					(2)	11/14/2012	Common Shares	1,875	
Option to Buy (3)	\$ 11.85					(1)	11/13/2013	Common Shares	1,875	
Option to Buy (3)	\$ 9.96					(1)	10/27/2014	Common Shares	5,000	
Option to Buy (3)	\$ 10.71					(1)	11/18/2014	Common Shares	1,500	
Option to Buy (3)	\$ 17.02					(1)	11/15/2015	Common Shares	1,500	
Option to Buy (3)	\$ 17.6					(1)	08/24/2016	Common Shares	2,500	
Option to Buy (3)	\$ 17.55					(1)	11/14/2016	Common Shares	1,500	
Option to Buy (3)	\$ 19.76					(1)	08/24/2017	Common Shares	2,500	
Option to Buy (3)	\$ 19.68					(1)	11/15/2017	Common Shares	1,500	
Option to Buy (3)	\$ 8.98					(1)	08/22/2018	Common Shares	2,500	
Option to Buy	\$ 4.6					(1)	11/20/2018	Common Shares	1,500	

(3)

Option to Buy	\$ 8.4	(1)	08/21/2019	Common Shares	3,500
(3)					
Option to Buy	\$ 7.2	(1)	11/19/2019	Common Shares	1,500
(3)					
Option to Buy	\$ 5.21	(1)	08/19/2020	Common Shares	2,500
(3)					
Option to Buy	\$ 8.92	(1)	11/18/2020	Common Shares	1,500
(3)					
Option to Buy	\$ 6.68	(1)	11/17/2021	Common Shares	1,500
(3)					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OGARA WILFRED T 8180 CORPORATE PARK DRIVE SUITE 301 CINCINNATI, OH 45242	X			

Signatures

/s/ F. Mark Reuter, Attorney-in-Fact for Wilfred T.
O'Gara

04/04/2012

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) Non-Qualified stock options granted pursuant to the Company's 2003 Equity Compensation Plan. The options vest at a rate of 25% at the conclusion of each 90 day period following the date of grant.
- (2) Options granted pursuant to the Company's 1995 Directors Stock Option Plan. Options vest 25% per year commencing on the first anniversary of the date of grant.
- (3) These holdings have been previously reported on Form 4.

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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