

PAROD RICK
Form 4
November 03, 2006

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
PAROD RICK

2. Issuer Name and Ticker or Trading Symbol
LINDSAY MANUFACTURING CO
[LNN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4204 N 195TH ST.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/01/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President & CEO

ELKHORN, NE 68022

(City) (State) (Zip)

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

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 (D) Price | | | |
| Common Stock | | | | | | 4,100 | D | |
| Common Stock | 11/01/2006 | | M | 2,728 | A \$ 0 | 6,828 | D | |
| Common Stock | 11/01/2006 | | F | 908 | D \$ 0 | 5,920 | D | |

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

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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 Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option to Purchase | \$ 21.52 | | | | | <u>(1)</u> | 04/24/2013 | Common Stock | 45,000 |
| Option to Purchase | \$ 14 | | | | | <u>(2)</u> | 04/05/2010 | Common Stock | 300,000 |
| Option to Purchase | \$ 14 | | | | | <u>(3)</u> | 04/05/2010 | Common Stock | 50,000 |
| Option to Purchase | \$ 25.77 | | | | | <u>(4)</u> | 04/22/2014 | Common Stock | 45,000 |
| Option to Purchase | \$ 24.29 | | | | | <u>(5)</u> | 08/15/2015 | Common Stock | 22,500 |
| Option to Purchase | \$ 19.33 | | | | | <u>(6)</u> | 11/08/2015 | Common Stock | 22,500 |
| Restricted Stock Unit | \$ 0 | 11/01/2006 | | M | 2,728 | <u>(7)</u> | <u>(7)</u> | Common Stock | 5,454 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| PAROD RICK 4204 N 195TH ST. ELKHORN, NE 68022 | | | President & CEO | |

Signatures

Dave Downing 11/03/2006
 **Signature of Date
 Reporting Person

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 option vests in five equal annual installments beginning on April 24, 2004.

(2) The option vests in five equal annual installments beginning on April 5, 2001

These options to purchase common stock are exercisable on or after the first day following completion of a period of twenty (20)

(3) consecutive business days on which the fair market value exceeds \$40.00 per share - but only if such period is completed prior to 4/5/05 - alternatively, these options to purchase common stock are exercisable on or after 4/5/09.

(4) The option vests in five equal annual installments beginning on April 22, 2005.

(5) The option vests in five equal annual installments beginning on August 15, 2006.

(6) The option vests in five equal annual installments beginning on November 8, 2006.

The restricted stock units vest in two equal annual installments beginning on November 1, 2007. Vested shares will be delivered to the

(7) reporting person as soon as practicable following the relevant vesting date. The Company will retain from each distribution, shares of common stock required to satisfy minimum tax withholding obligations.

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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