

STANDARD MOTOR PRODUCTS INC
 Form 4
 July 07, 2005

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 *
KAY SANFORD

2. Issuer Name and Ticker or Trading Symbol
STANDARD MOTOR PRODUCTS INC [SMP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
37-18 NORTHERN BLVD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/15/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP Human Resources

LONG ISLAND, NY 11101
 (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) (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | | | | | 3,600 | D | |
| Common Stock | | | | | 2,780 | D | |
| Common Stock | 06/15/2004 | | D | | 73,333 | D | <u>(1)</u> |
| Common Stock | 02/08/2005 | | D | | 36,667 | D | <u>(1)</u> |

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

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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)

| 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option - Common Stock | \$ 22.59 | 09/18/1997 | | A | 5,750 | 09/18/2000 09/18/2005 | Common Stock | 5,750 |
| Stock Option - Common Stock | \$ 23.59 | 09/18/1997 | | A | 5,750 | 09/18/2001 09/18/2006 | Common Stock | 5,750 |
| Stock Option - Common Stock | \$ 22.84 | 05/27/1999 | | A | 5,000 | 05/27/2000 05/27/2005 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 23.84 | 05/27/1999 | | A | 5,000 | 05/27/2001 05/27/2006 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 24.84 | 05/27/1999 | | A | 5,000 | 05/27/2002 05/27/2007 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 9.29 | 05/18/2000 | | A | 5,000 | 05/18/2001 05/18/2006 | Common Stock | 5,000 |
| Stock Option - | \$ 10.29 | 05/18/2000 | | A | 5,000 | 05/18/2002 05/18/2007 | Common Stock | 5,000 |

| | | | | | | | | | |
|-----------------------------|----------|------------|---|-------|------------|------------|--------------|-------|--|
| Common Stock | | | | | | | | | |
| Stock Option - Common Stock | \$ 11.29 | 05/18/2000 | A | 5,000 | 05/18/2003 | 05/18/2008 | Common Stock | 5,000 | |
| Stock Option - Common Stock | \$ 13.74 | 02/14/2003 | A | 4,000 | 02/14/2004 | 02/14/2009 | Common Stock | 4,000 | |
| Stock Option - Common Stock | \$ 14.74 | 02/14/2003 | A | 4,000 | 02/14/2005 | 02/14/2010 | Common Stock | 4,000 | |
| Stock Option - Common Stock | \$ 15.74 | 02/14/2003 | A | 4,000 | 02/14/2006 | 02/14/2011 | Common Stock | 4,000 | |
| Stock Option - Common Stock | \$ 13.55 | 05/24/2004 | A | 3,750 | 05/24/2005 | 05/24/2014 | Common Stock | 3,750 | |
| Stock Option - Common Stock | \$ 14.91 | 05/24/2004 | A | 3,750 | 05/24/2006 | 05/24/2014 | Common Stock | 3,750 | |
| Stock Option - Common Stock | \$ 10.55 | 05/19/2005 | A | 3,750 | 05/19/2006 | 05/19/2015 | Common Stock | 3,750 | |
| Stock Option - Common Stock | \$ 11.61 | 05/19/2005 | A | 3,750 | 05/19/2007 | 05/19/2015 | Common Stock | 3,750 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KAY SANFORD 37-18 NORTHERN BLVD LONG ISLAND, NY 11101 | | | VP Human Resources | |

Signatures

/s/ Sanford Kay

07/07/2005

**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) Trustee on three Trusts that were closed and shares distributed.

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